

MEMORANDUM

February 12, 1986

TO: BOSTON REDEVELOPMENT AUTHORITY AND
STEPHEN COYLE

FROM: LINDA BOURQUE, DIRECTOR OF ZONING
SUSAN ALLEN, ASSISTANT DIRECTOR
MARC WEBB, ASSISTANT DIRECTOR
LARRY KOFF, PROJECT COORDINATOR

SUBJECT: APPROVAL FOR BOTH THE FAN PIER (PDA #23) AND
PIER 4 (PDA #24) PROJECTS A MASTER PLAN FOR A
PLANNED DEVELOPMENT AREA DESIGNATION, AND A
DEVELOPMENT IMPACT PROJECT PLAN; AUTHORIZATION FOR
THE DIRECTOR TO ENTER INTO A COOPERATION AGREEMENT
CONCERNING THE MASTER PLAN PDA AND DEVELOPMENT
IMPACT PROJECT AGREEMENT.

On December 5, 1985, the Authority authorized a public hearing to be held on February 12, 1986 in connection with two applications regarding approval of a Master Plan for a Planned Development Area Designation (PDA) and a Development Impact Project Plan. Said applications have been filed by HBC Associates for an 18.5 acre parcel known as Fan Piers plus remnant parcels and by the Boston Mariner Company, Inc. for a 16.4 acre area including portions of Pier 3 as well as Pier 4, plus remnant parcels, in South Boston.

HBC Associates is a joint venture of HT-Boston, Inc., an affiliate of Hyatt Development Corporation, and Carpenter Properties, Inc., an affiliate of Carpenter and Company, Inc. The Boston Mariner Company, Inc. is a Massachusetts real estate development and investment corporation owned by the Athanas family, owner of Anthony's Pier 4 Restaurant.

On December 1, 1982, the Authority voted approval of a zoning Text Amendment for the Master Plan provision to the Zoning Code. At that time, the testimony of the Piers 1-4 developers stated that approval of the Master Plan would allow them to submit "a conceptual plan for the project at a relatively early stage" enabling the "developers to obtain the input from the City's planning arms and to have the assurance of support for our overall concept before undertaking the extensive design work required for approval of our ultimate development plan."

In accordance with the testimony of the developers and with our review of Section 3-1A(a), we understand that approval of a Master Plan for the development of Piers 1, 2, 3, and 4 would constitute approval of the development concept, that it will change the permitted uses; and that it will change the legally allowed density. The Master Plan approval will not, on the other hand, constitute approval of a specific development program, i.e., the locations, masses, heights or uses of specific structures or allocation of space to particular uses. Such approvals follow from a separate procedure referenced in paragraphs two and three of Section 3-1A.

Among other things, these paragraphs require the Authority to complete a full review of the design, environmental, and financial aspects of a specific proposed PDA development in accordance with the published BRA Development Review Procedures. As part of this subsequent Development Plan review, the Authority may require additional environmental analysis, notwithstanding any determination that the project development plans may or may not require review under the Massachusetts Environmental Protection Act. Thus, the Master Plan PDA establishes a sequential process whereby Master Plan approval results in a zoning map change, but where no individual element of the development can proceed until it has been approved in accordance with the Zoning Code and BRA Development Review Procedures.

On August 9, 1985, the Authority established an 11-member Committee - the Fan Pier Advisory Committee, to advise the Authority on the plans for the development of Piers 1-4. Since that time, the developers have been working with Authority staff and the Fan Pier Advisory Committee on a development concept for this area. At least 20 meetings have been held with the committee and staff to review and comment on the proposed development concepts. The preliminary plans for the area, the Initial Build proposal, was modified and a subsequent alternative, Lesser Scale, plan prepared. The impact of these plans have been evaluated in the Draft Environmental Impact Report which was filed with the Secretary of Environmental Affairs in November, 1985. Subsequent to the filing of this report various agencies, individuals and groups, including the Fan Pier Advisory Committee submitted comments advising the Secretary of their concerns. On January 30, 1986, Secretary Hoyte issued his Certificate of Findings on the Draft EIR. These comments will be the basis for guiding further refinements to the Master Plan as well as the identification of additional measures to mitigate the project's impacts. Concurrent with this process, the developers of Piers 1-4 are now seeking Master Plan PDA approval of their conceptual plan.

Attached are Fact Sheets and Master Plans and Development Impact Project Plans for both Fan Piers and Pier 4. These documents set forth a statement of the development concept for the projects, including planning objectives and character of the development, the proposed uses of the area, the range of dimensional requirements contemplated for each of the proposed uses, the proposed phasing of construction of the development and a commitment to enter into a Development Impact Project Agreement. A schedule of proposed project improvements is summarized, and the public benefits of the project are identified. A site plan which describes the public and private development areas and a parcel plan locating the remnant parcels are included.

The development of Piers 1, 2, 3 and 4 is intended to provide for an extension of the downtown uses and densities into the Fort Point Channel area in order to accommodate the City's continued growth, to provide for a mixed use development of residential and commercial uses, to promote the use of Boston's Inner Harbor for recreation and water transportation, and to dramatically expand and improve pedestrian access to the waterfront and vehicular, pedestrian and transit access to this area.

The uses proposed for this area include residential, hotel, office, retail and below-grade parking. Residential condominiums will be developed to meet the enormous need for housing near downtown. The developers will work with the city and state in an effort to provide moderate income homeownership on site. The office space will be targeted at the demand for Class A office space meeting the needs of a broad spectrum of business and professional enterprise. Retail space is proposed both as accessory to the office, hotel and residential uses as well as a destination shopping location for downtown residents, employees, and tourists. The hotel facilities will be first-class, catering to business, tourists and meeting activity at the adjacent World Trade Center and Furniture mart.

The Master Plan concept proposes a mixed use development with at least 50% of the site devoted to open space with the parking located below grade. The public spaces will include a harborwalk around the perimeter of the property and along a proposed canal, major park and plaza areas for pedestrians. Water-related activities will include the provision of a canal, a marina, and facilities for water taxis, harbor cruises and other commercial passenger vessels. The lay-out of the public rights-of-way and the location of buildings will be such as to provide for a variety of views of the Harbor and the downtown.

The site is currently zoned W-2, Waterfront Industrial, with a maximum floor area ratio ("FAR") of 2.0. The Fan Pier Project provides for a FAR of 4.68 based upon the ratio of 3,250,000 square feet of proposed development (not including parking) to the existing land and pier area of approximately 694,250 square feet (such existing land and pier area does not include remnant parcels resulting from the narrowing of Northern Avenue, any other portions of narrowed Northern Avenue included within the PDA area, or currently existing water on the project site). Technical modifications of the FAR may result from the process described in the Master Plan and Development Impact Project Plan for Planned Development Area 23.

The Pier 4 Project provides for a FAR of 4.68 based upon the ratio of 1,800,000 square feet of proposed development (not including parking) to the existing land and pier area of approximately 385,994 square feet (such existing land and pier area does not include remnant parcels resulting from the narrowing of Northern Avenue, any other portions of narrowed Northern Avenue included within the PDA area, or currently existing water on the project site). Technical modifications of the FAR may result from the process described in the Master Plan and Development Impact Project Plan for Planned Development Area 24.

Because of the very substantial costs associated with the infrastructure for the Fan Pier/Pier 4 project and the attendant devotion of substantial portions of the site to open space, public facilities and waterfront related uses, it is necessary at this time to establish an approved Master Plan, upon which the developers may rely, within the limits of Section 3-1A(a) in order to proceed with planning to comply with the environmental, design and financial requirements of the BRA Development Review Procedures.

The staff of the Authority has reviewed the Master Plans, Draft EIR, and other materials prepared by the developers. The Authority staff has also played a central role in the review processes undergone by the project and has seen the introduction of project changes in response to concerns of the City, State and community groups. It is noted that the 1965/1975 General Plan for the City of Boston contemplates commercial and open space uses as the uses designated for the site, and that there are included on the site uses and amenities contemplated by the City of Boston Harborpark Plan of October, 1984. Multi-family residential uses are allowed under the commercial designation in the Boston Zoning Code. In view of the above and other circumstances discussed in this memorandum, and upon review of other documentation on file with the Authority, we respectfully request the Authority to find that the Master Plan and Development Impact Project Plan for Planned Development Area No. 23 and the Master Plan and Development Impact Project Plan for Planned Development Area No. 24 conform to the general plan for the City as a whole.

We recommend that the Authority approve the attached Master Plan and Development Impact Project Plan for Planned Development Area No. 23 and the attached Master Plan and Development Impact Project Plan for Planned Development Area No. 24. Appropriate votes follow:

VOTED: That in connection with the Master Plan and Development Impact Project Plan for Planned Development Area No. 23, at Piers 1-3, South Boston, which was presented at a public hearing duly held at the offices of the Authority on February 12, 1986, and after consideration of the evidence presented at that hearing, the Boston Redevelopment Authority finds that said plan (1) conforms to the general plan for the City of Boston as a whole; (2) contains nothing that will be injurious to the neighborhood or otherwise detrimental to the public welfare; and (3) does adequately and sufficiently satisfy all other criteria and specifications for a Planned Development Area subdistrict designation and for a Development Impact Project Plan as set forth in the Boston Zoning Code as amended;

VOTED: That in connection with the Master Plan and Development Impact Project Plan for Planned Development Area No. 24, at Pier 4, South Boston, which was presented at a public hearing duly held at the offices of the Authority on February 12, 1986, and after consideration of the evidence presented at that hearing, the Boston Redevelopment Authority finds that said plan (1) conforms to the general plan for the City of Boston as a whole; (2) contains nothing that will be injurious to the neighborhood or otherwise detrimental to the public welfare; and (3) does adequately and sufficiently satisfy all other criteria and specifications for a Planned Development Area subdistrict designation and for a Development Impact Project Plan as set forth in the Boston Zoning Code as amended;

and further

VOTED: That pursuant to the provisions of Sections 3-1A and 26-3 of the Boston Zoning Code as amended, the Boston Redevelopment Authority hereby approves said Master Plan and Development Impact Project Plan for Planned Development Area No. 23. Said Plans are embodied in a written document of the aforesaid title, dated February 12, 1986, provided however, that while approval of said Plans includes approval of a general development concept, permitted uses and legally allowed density, it does not constitute approval of a specific development plan (as such term is defined in Section 3-1A of the Boston Zoning Code ("Development Plan")). The approval of the Master Plan and Development Impact Project Plan for Planned Development Area No. 23 is granted on the understanding that the developer will subsequently submit a specific Development Plan or Development Plans for the project so that the Authority may undertake a full review of the design, environmental and financial aspects of the project in accordance with the BRA Development Review Procedures.

VOTED: That pursuant to the provisions of Sections 3-1A and 26-3 of the Boston Zoning Code as amended, the Boston Redevelopment Authority hereby approves said Master Plan and Development Impact Project Plan for Planned Development Area No. 24. Said Plans are embodied in a written document of the aforesaid title, dated February 12, 1986, provided however, that while approval of said Plans includes approval of a general development concept, permitted uses and legally allowed density, it does not constitute approval of a specific development plan (as such term is defined in Section 3-1A of the Boston Zoning Code ("Development Plan")). The approval of the Master Plan and Development Impact Project Plan for Planned Development Area No. 23 is granted on the understanding that the developer will subsequently submit a specific Development Plan or Development Plans for the project so that the Authority may undertake a full review of the design, environmental and financial aspects of the project in accordance with the BRA Development Review Procedures.

and further

VOTED: That the Authority hereby authorizes the Director to petition the Zoning Commission of the City of Boston for a Master Plan Planned Development Area designation for the parcel of land which is the subject of the Master Plan and Development Impact Project Plan for Planned Development Area No. 23; to execute in the name and on behalf of the Authority (1) a Cooperation Agreement with the developer of said Master Plan Planned Development Area concerning the carrying out of said Development, and (2) an agreement under which said Developer shall be responsible for a Development Impact Project Exaction,

VOTED: That the Authority hereby authorizes the Director to petition the Zoning Commission of the City of Boston for a Master Plan Planned Development Area designation for the parcel of land which is the subject of the Master Plan and Development Impact Project Plan for Planned Development Area No. 24; to execute in the name and on behalf of the Authority (1) a Cooperation Agreement with the developer of said Master Plan Planned Development Area concerning the carrying out of said Development, and (2) an agreement under which said Developer shall be responsible for a Development Impact Project Exaction, and further

VOTED: The Master Plan and Development Impact Project Plan(s) for Planned Development Area 23 will be subject to a full review of the design, environmental, and financial aspects of any development in accordance with BRA Development Review Procedures.

VOTED: The Master Plan and Development Impact Project Plan(s) for Planned Development Area 24 will be subject to a full review of the design, environmental, and financial aspects of any development in accordance with BRA Development Review Procedures.

FACT SHEET
Master Plan
and
Development Impact Project Plan
for
Planned Development Area
of Not Less Than Five Acres
HBC Associates
Fan Pier, South Boston

Developer: HBC Associates, a joint venture between HT-Boston, Inc., an affiliate of Hyatt Development Corporation, and Carpenter Properties, Inc., a Boston-based corporation, its successors and assigns.

Site: The development site consists of approximately 18.5 acres (approximately 2.6 of which is open water) a portion of which will be owned by HBC Associates, and the remainder of which will be ground leased from Anthony's Pier 4, Inc. under one or more ground leases. The development site is shown on Exhibits A and B.

Master Plan Architect: Cesar Pelli & Associates of New Haven, Connecticut. Mr. Pelli has received commendations for numerous urban design projects, including most recently the World Financial Center at Battery Park City in Lower Manhattan.

Estimated Project Cost: \$700 million.

Estimated Construction Time: Construction is expected to begin in late 1986 or early 1987 with the first buildings in the Project completed by mid-1989. It is estimated that construction of the subsequent buildings will occur during the period 1989 to 1995.

Summary of Proposed Master Plan: Exhibit C depicts the major components of the Master Plan. The mixed-use development will include residential units, office space, retail space, a hotel, and a garage. Open space will include a canal with floating quays, pedestrian bridges, vehicular/pedestrian bridges, Harborwalk and canal walk, parkland in addition to Harborwalk, an amphitheater for outdoor performances, a marina with transient slips, marine service facilities and a commuter/excursion boat dock.

Development Impact Project Exaction: Pursuant to Section 26-3(2) of the Boston Zoning Code, HBC Associates will enter into a Development Impact Project Agreement to be responsible for a

Development Impact Project Exaction. At the present time, the total exaction is estimated to be approximately \$12 million. Linkage payments will be made in 12 annual installments.

Zoning: The site is currently zoned W-2, Waterfront Industrial, with a maximum floor area ratio ("FAR") of 2.0. The Fan Pier project provides for an FAR of 4.68 based upon the ratio of 3,250,000 square feet of proposed development (not including parking) to the existing land and pier area of approximately 694,250 square feet (such existing land and pier area does not include remnant parcels resulting from the narrowing of Northern Avenue, any other portions of narrowed Northern Avenue included within the PDA area, or currently existing water on the project site). Because of the technical definitions of "floor area ratio" and "lot area" in the Boston Zoning Code, the construction of the canal, the street system and other public areas may result in increases in the FAR for the project because such areas may be excluded from the "lot area" upon which FAR is calculated. Furthermore, in the event that the project is subdivided, particular components of the project, analyzed separately, may have a higher FAR. The total development (not including parking), however, will not exceed 3,250,000 square feet.

Because of the very substantial costs associated with the infrastructure for the Fan Pier project and the attendant devotion of substantial portions of the site to open space, public facilities and waterfront related uses, it is necessary at this time to establish an approved Master Plan, upon which HBC Associates may rely, in order to ensure commitment to the uses and density of the project and to ensure an orderly basis for proceeding with development via one or more development plans following Master Plan approval for the site.

Public Benefits: The Fan Pier project is of critical importance to the revitalization of Boston's waterfront and will make significant economic contributions to the City through the development of infrastructure, the provision of approximately 2,300 person years of construction work and approximately 7,600 permanent jobs, the payment of linkage fees, and increased real estate taxes. The Fan Pier developer will be contributing an unparalleled addition to the City's infrastructure, including utility lines, street system expansion, and seawall restoration, in addition to the canal, vehicular and pedestrian bridges, Harborwalk, canal walks, marina docks, marine services, parks, and an amphitheater. The Master Plan reflects the waterfront location of the site and includes water-dependent uses. The Master Plan further respects the public goals and guidelines established for waterfront development in Boston, and draws its design from Boston's larger urban context to provide view corridors, public open spaces, and water views.

EXHIBIT A

A certain parcel of land in the Commonwealth of Massachusetts, County of Suffolk, City of Boston, South Boston District, situated on the northerly side of Northern Avenue and shown as Fan Pier (Lot A) on a "Compiled Plan of Land in Boston, MA" (Two Sheets) dated 12 July 1985, revised 12 September 1985 by Survey Engineers of Boston, more particularly bounded and described as follows:

Beginning at a point at the intersection of the northerly sideline of Northern Avenue and the abandoned pier and bulkhead line of 1916 of the Fort Point Channel, said point being the southwesterly corner of the parcel; thence running

Northeasterly 1111.34 feet by a curve to the right having a radius of 910.00 feet to a point of compound curvature; thence running

Northeasterly 400.00 feet by a curve to the right having a radius of 2370.00 feet to a point of tangency; thence running

S 61 20 09 E 128.62 feet, said last three courses being by the pier and bulkhead line of 1916 (abandoned); thence turning and running

S 31 53 17 W 831.59 feet by lot B on said plan to an iron pipe on the northerly sideline of Northern Avenue; thence turning and running

N 58 06 43 W 1124.34 feet to a stone bound; thence turning and running

N 61 23 43 W 99.71 feet to the point of beginning, said last three courses being by the northerly sideline of Northern Avenue.

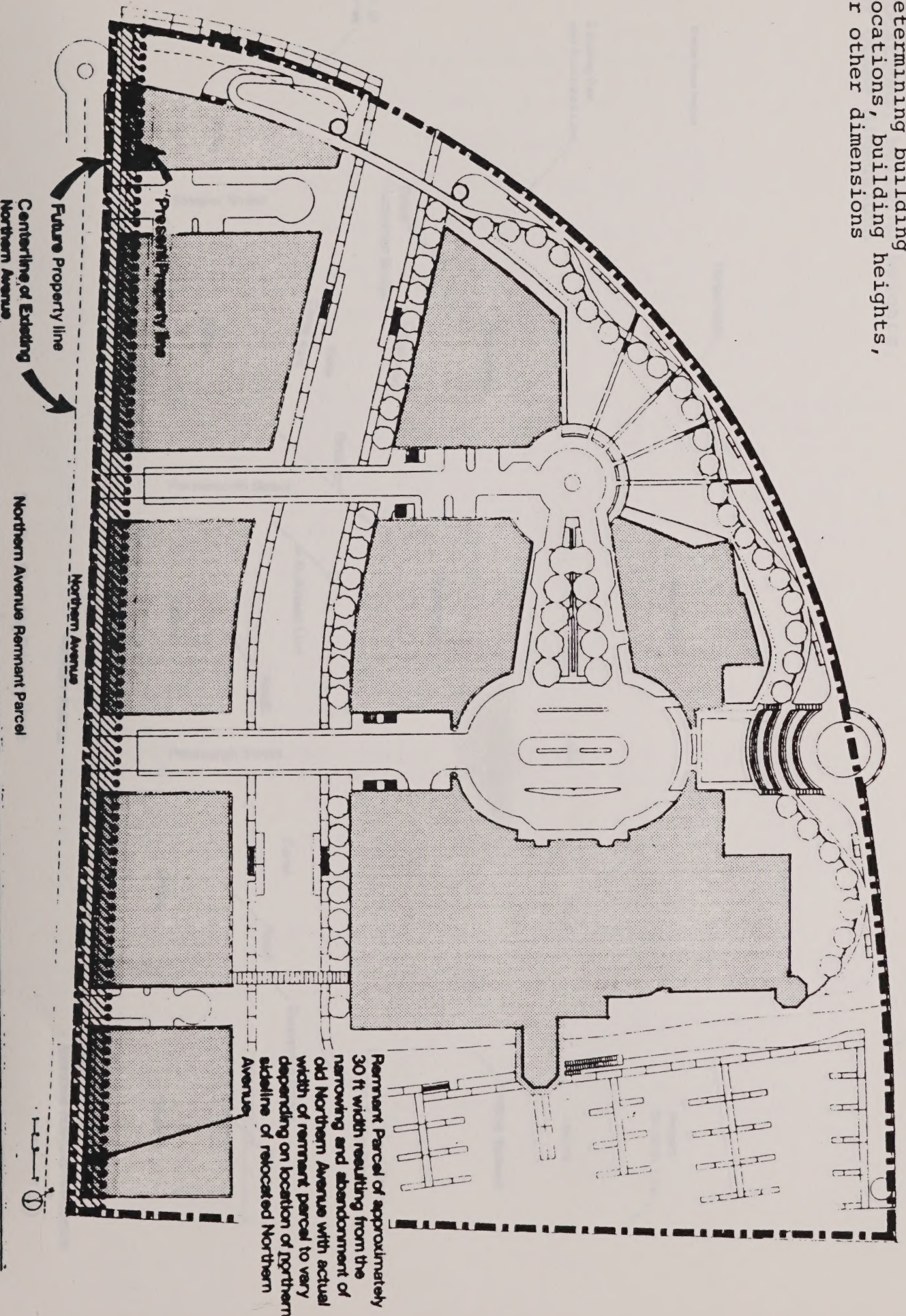
Containing 75,011 square meters, more or less, or 807,408 square feet, more or less, or 18.535 acres, more or less.

In addition to the foregoing, there is included the northerly halt of Northern Avenue (approximately 50 feet in width) as it abuts the above described land.

Subject to and with the benefit of any and all other existing easements.

EXHIBIT B

For conceptual purposes only;
Not intended for purposes of
determining building
locations, building heights,
or other dimensions

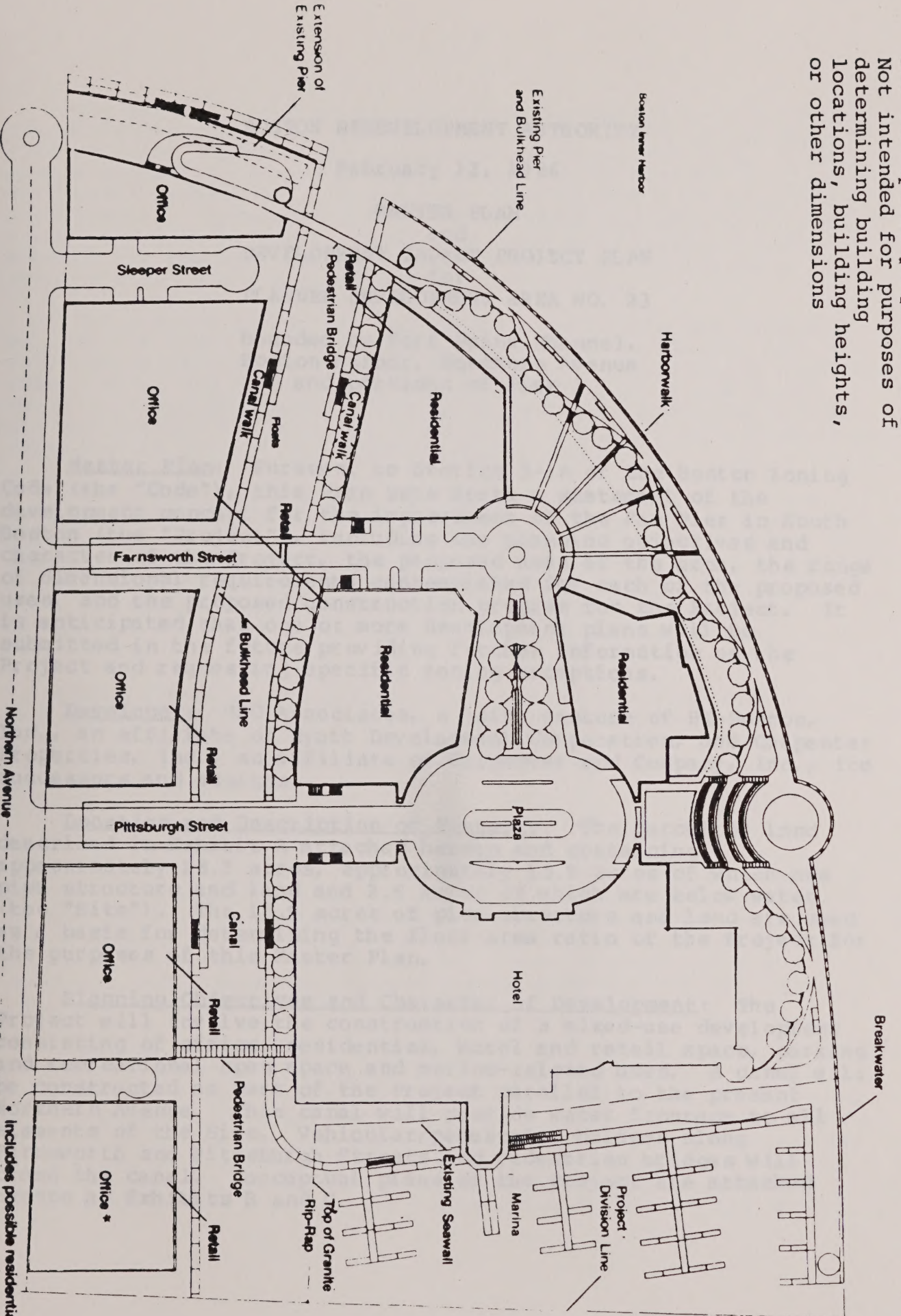


Remnant Parcel of approximately
30 ft width resulting from the
narrowing and abandonment of
old Northern Avenue with actual
width of remnant parcel to vary
depending on location of Northern
sideline of relocated Northern
Avenue

BOSTON CITY HALL MASTER PLAN

EXHIBIT C

For conceptual purposes only;
Not intended for purposes of
determining building
locations, building heights,
or other dimensions



Site Plan Showing Primary Uses

BOSTON REDEVELOPMENT AUTHORITY

February 12, 1986

MASTER PLAN
and
DEVELOPMENT IMPACT PROJECT PLAN
for
PLANNED DEVELOPMENT AREA NO. 23

Bounded by Fort Point Channel,
Boston Harbor, Northern Avenue
and portions of Pier 3

Master Plan: Pursuant to Section 3-1A of the Boston Zoning Code (the "Code"), this Plan sets forth a statement of the development concept for the improvement of the Fan Pier in South Boston (the "Project"), including the planning objectives and character of the Project, the proposed uses of the area, the range of dimensional requirements contemplated for each of the proposed uses, and the proposed construction program for the Project. It is anticipated that one or more development plans will be submitted in the future providing further information on the Project and requesting specific zoning exceptions.

Developer: HBC Associates, a joint venture of HT-Boston, Inc., an affiliate of Hyatt Development Corporation, and Carpenter Properties, Inc., an affiliate of Carpenter and Company, Inc., its successors and assigns.

Location and Description of Property: The parcel of land described in Exhibit A attached hereto and containing approximately 18.5 acres, approximately 15.9 acres of which are pier structure and land and 2.6 acres of which are below water (the "Site"). The 15.9 acres of pier structure and land are used as a basis for determining the floor area ratio of the Project for the purposes of this Master Plan.

Planning Objectives and Character of Development: The Project will involve the construction of a mixed-use development consisting of office, residential, hotel and retail space, parking and recreational open space and marine-related uses. A canal will be constructed as part of the Project parallel to the present Northern Avenue. This canal will provide water frontage to all elements of the Site. Vehicular/pedestrian bridges along Farnsworth and Pittsburgh Streets and pedestrian bridges will cross the canal. Conceptual plans of the Project are attached hereto as Exhibits B and C.

The Project involves an unparalleled addition to the infrastructure and public amenities of the City, including the canal with adjacent "Canal Walk" esplanades, a waterfront park, street system expansion, a marina, and related Marina boardwalks and Harborwalk promenades. In addition, the Project will include an amphitheater, landscaped urban plazas, water transportation facilities, and foot bridges. These parks and facilities not only enhance the Fan Pier Project but also serve the public as contemplated by the Authority's HarborPark Plan.

The Project is further intended to facilitate the expansion of Boston's urban fabric to the Site in order to relieve the development congestion which is occurring in the existing downtown area. Also, the Project's dramatic introduction of the canal, Canal Walk and Marina Walk, the waterfront park and other public and marine-related facilities will reinforce the Site's waterfront character as part of the City's Inner Harbor.

The Project will expand and improve public access to the Site. A majority of the total area of the Site will be publicly accessible, including: the Fan Pier Harborwalk along the Fan Pier perimeter; public open spaces such as a waterfront park, a landscaped urban plaza, and an amphitheater; promenades and covered retail arcades lining the new canal; pedestrian walkways and bridges; docks and a marina breakwater; and related marine facilities.

Development of the Project will provide the Site with a variety of water-related uses to encourage public access to the City's Inner Harbor waterfront. The proposed water-related uses reflect the public goals and guidelines established for waterfront development in the City.

The buildings to be constructed on the Site will contain approximately 3.25 million square feet of residential, hotel, office and retail space. The Project will also include a parking garage to be located below grade. HBC is committed to exploring in good faith with appropriate city and state agencies mechanisms for providing moderate income home ownership on-site including mortgage write-downs, public contributions to infrastructure, developer contributions, limited equity condominiums and other joint public-private efforts.

Because of the very substantial costs associated with this infrastructure and the attendant devotion of a majority of the Site to open space, public facilities and waterfront related uses, it is necessary at this time to establish an approved Master Plan, upon which HBC Associates can rely, in order to ensure commitment to the uses and density of the Fan Pier Project and to ensure an orderly basis for proceeding with development via one or more development plans for the Site following approval of this Master Plan.

Proposed Uses: The Site will be used for office, residential, hotel, retail, parking, recreational, and water-related uses, including a marina, breakwater, docks, floating quays and marine services.

Range of Dimensional Requirements Contemplated for Each Proposed Use: Table 1 provides information on various uses proposed in connection with the Project.

TABLE 1

Fan Pier Uses
(all figures approximate)

<u>Use</u>	
Residential	834,000 square feet
Hotel	854,000 square feet
Office	1,406,000 - 1,480,000 square feet
Retail	79,000 - 153,000 square feet
Public Space (comprised of Harborwalk plus Park, Canal Walk, and Other Open Space) plus excavation	400,000 square feet
Parking	2,500 spaces below grade

Proposed Phasing of Construction: Construction is expected to begin in late 1986 or early 1987, with the first buildings in the Project completed by mid-1989. It is estimated that the subsequent buildings will be constructed during the period 1989 to 1995. Each building may be financed independently of other buildings and the land on which each building is located may need to be considered as a separate zoning lot capable of being mortgaged or conveyed as such. It is anticipated that one or more development plans will be submitted for the specific elements of the Project following approval of this Master Plan.

Development Impact Project Exaction: As required under Section 26-3 of the Code, the developer will enter into a Development Impact Project Agreement (the "DIP Agreement") with the Boston Redevelopment Authority and the Neighborhood Housing Trust (the "Trust"), or if the Trust has not been established at the time of execution of the DIP Agreement, with the Boston Redevelopment Authority acting on behalf of the Trust. The

Development Impact Project Exaction (the "Linkage Payment") shall be made as (i) a Housing Payment Exaction, (ii) a Housing Creation Exaction which shall contribute to the creation of housing units for occupancy exclusively by low and moderate income residents of the City of Boston under the conditions specified in the DIP Agreement, or (iii) some combination of items (i) and (ii) above.

At the present time, it is estimated that total Linkage Payments for the Project will be approximately \$12,000,000, and that a portion of that amount will be specifically targeted to the Project's impact area as determined by applicable regulations. Linkage Payments will be made in 12 annual installments with respect to each of the buildings to be located on the Site.

Zoning: The Site is presently zoned W-2, Waterfront Industrial, with a maximum floor area ratio ("FAR") of 2.0. This Master Plan provides for an FAR of 4.68 based upon the ratio of 3,250,000 square feet of proposed development (not including parking) to the existing land and pier area of approximately 694,250 square feet, or approximately 15.9 acres, (such existing land and pier area does not include remnant parcels resulting from the narrowing of Northern Avenue, any other portions of narrowed Northern Avenue included within the PDA area, or currently existing water on the project site). Because of the technical definitions of "floor area ratio" and "lot area" in the Boston Zoning Code, the construction of the canal, the street system and other public areas may result in increases in the FAR for the project because such areas may be excluded from the "lot area" upon which FAR is calculated. Furthermore, in the event that the project is subdivided, particular components of the project, analyzed separately, may have a higher FAR. The total development (not including parking), however, will not exceed 3,250,000 square feet.

In order to construct the Project, it is anticipated that exceptions from the Code will be required including, without limitation, exceptions from the following Articles of the Code: Article 8 (Regulation of Uses), Article 15 (Building Bulk), Article 19 (Side Yards), Article 20 (Rear Yards), Article 21 (Setbacks), Article 23 (Off-Street Parking), and Article 24 (Off-Street Loading).

Projected Number of Employees: It is anticipated that the Project will generate approximately 2,300 person years of construction work and provide approximately 7,600 permanent jobs.

Proposed Traffic Circulation: Vehicular access to the portion of the Site to the north of the canal will be by way of bridges crossing the canal. Pedestrians will also have access to the portion of the Site to the north of the Canal by way of the vehicular bridges and pedestrian bridges that will form important links in the Harborwalk system. Vehicular and pedestrian access to the portion of the Site to the south of the canal will be by

way of old Northen Avenue, Sleeper Street, and an unnamed street and cul de sac to the southeast of the Site.

Parking and Loading Facilities: As already discussed, below-grade parking facilities will be available on the Site. Loading bays and other loading facilities will be provided as necessary to accommodate the hotel and other buildings in the Project.

Access to Public Transportation: The Site is located in South Boston. The closest MBTA stop is at South Station on the MBTA Red Line. The Site will be served by commuter and inter-city rail and bus service terminating at South Station. Numerous MBTA bus routes terminate at South Station. In addition, HBC Associates is studying the feasibility of water transportation links to the Blue Line and North Station.

Public Benefits: The Project is of critical importance to the revitalization of Boston's waterfront and will make significant economic contributions to the City through the development of infrastructure, the provision of approximately 2,300 person years of construction work and approximately 7,600 permanent jobs, the payment of linkage fees, and increased real estate taxes. The Fan Pier developer will be contributing an unparalleled addition to the City's infrastructure, including utility lines, street system expansion, and seawall restoration, in addition to the canal, vehicular and pedestrian bridges, Harborwalk, canal walks, marina docks, marine services, parks and an amphitheater. The Project reflects the waterfront location of the site and includes water-dependent uses. The Project further respects the public goals and guidelines established for waterfront development in Boston, and draws its design from Boston's larger urban context to provide view corridors, public open spaces, and water views.

EXHIBIT A

A certain parcel of land in the Commonwealth of Massachusetts, County of Suffolk, City of Boston, South Boston District, situated on the northerly side of Northern Avenue and shown as Fan Pier (Lot A) on a "Compiled Plan of Land in Boston, MA" (Two Sheets) dated 12 July 1985, revised 12 September 1985 by Survey Engineers of Boston, more particularly bounded and described as follows:

Beginning at a point at the intersection of the northerly sideline of Northern Avenue and the abandoned pier and bulkhead line of 1916 of the Fort Point Channel, said point being the southwesterly corner of the parcel; thence running

Northeasterly 1111.34 feet by a curve to the right having a radius of 910.00 feet to a point of compound curvature; thence running

Northeasterly 400.00 feet by a curve to the right having a radius of 2370.00 feet to a point of tangency; thence running

S 61 20 09 E 128.62 feet, said last three courses being by the pier and bulkhead line of 1916 (abandoned); thence turning and running

S 31 53 17 W 831.59 feet by lot B on said plan to an iron pipe on the northerly sideline of Northern Avenue; thence turning and running

N 58 06 43 W 1124.34 feet to a stone bound; thence turning and running

N 61 23 43 W 99.71 feet to the point of beginning, said last three courses being by the northerly sideline of Northern Avenue.

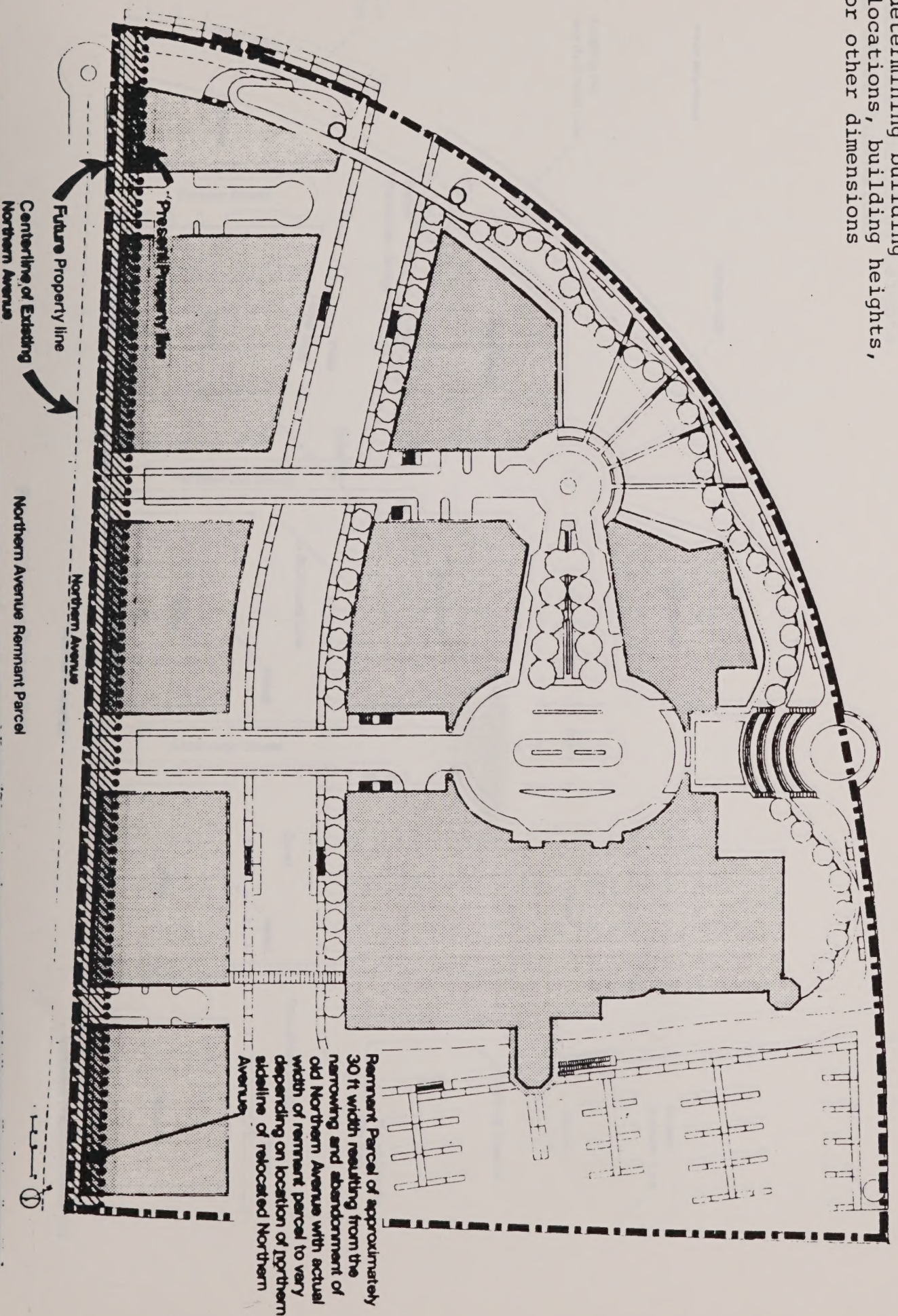
Containing 75,011 square meters, more or less, or 807,408 square feet, more or less, or 18.535 acres, more or less.

In addition to the foregoing, there is included the northerly half of Northern Avenue (approximately 50 feet in width) as it abuts the above described land.

Subject to and with the benefit of any and all other existing easements.

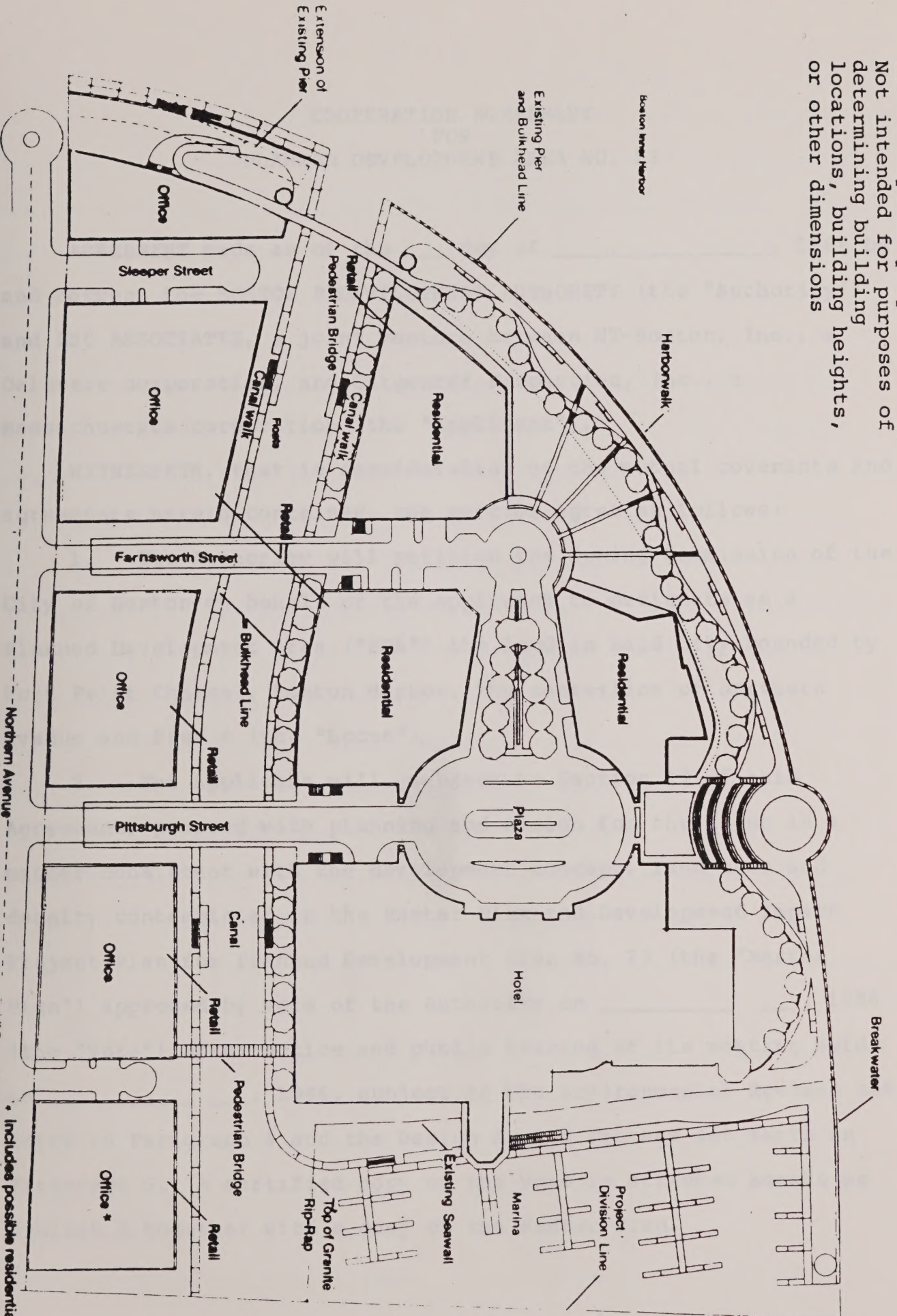
EXHIBIT B

For conceptual purposes only;
Not intended for purposes of
determining building
locations, building heights,
or other dimensions



BOSTON LAND REDEVELOPMENT

For conceptual purposes only;
Not intended for purposes of
determining building
locations, building heights,
or other dimensions



Site Plan Showing Primary Uses

* Includes possible residential

COOPERATION AGREEMENT
FOR
PLANNED DEVELOPMENT AREA NO. 23

AGREEMENT made as of the ____ day of _____, 1986 by and between the BOSTON REDEVELOPMENT AUTHORITY (the "Authority") and HBC ASSOCIATES, a joint venture between HT-Boston, Inc., a Delaware corporation, and Carpenter Properties, Inc., a Massachusetts corporation (the "Applicant").

WITNESSETH, that in consideration of the mutual covenants and agreements herein contained, the parties agree as follows:

1. The Authority will petition the Zoning Commission of the City of Boston on behalf of the applicant to designate as a Planned Development Area ("PDA") the land in said City bounded by Fort Point Channel, Boston Harbor, the centerline of Northern Avenue and Pier 4 (the "Locus").

2. The Applicant will, subject to Section 13 of this Agreement, proceed with planning and design for the Locus in a manner consistent with the development concept, land uses and density contemplated in the Master Plan and Development Impact Project Plan for Planned Development Area No. 23 (the "Master Plan") approved by vote of the Authority on _____, 1986 (the "Vote") after notice and public hearing at its meeting held on _____, 1986, subject to the Environmental Reviews set forth in Paragraph 4 and the Design Review Process set forth in Paragraph 5. A certified copy of the Vote is attached hereto as Exhibit A together with a copy of the Master Plan.

3. It is anticipated that the Applicant, acting pursuant to Section 3-1A of the Boston Zoning Code (the "Code"), will submit to the Authority for the Authority's approval one or more development plans for the Locus (the "Development Plans"). The Authority acknowledges that it has completed its review only in connection with the Master Plan development concept, permitted uses and density and that Development Plans will be submitted for Authority review and approval, including approval of a specific development program, i.e., the location, masses, heights or uses of specific buildings or allocation of space to particular uses.

4. The Applicant will conduct any environmental reviews reasonably requested by the Authority ("Environmental Reviews") in accordance with the Authority's "Development Review Procedures" which is attached hereto as Exhibit B ("Development Review Procedures"). The applicant acknowledges that Environmental Reviews may include, without limitation, consideration of transportation/traffic, wind, shadows, sunlight, excavation and landfill, groundwater, solid and hazardous wastes/materials, noise, flood hazard zone/wetlands, construction impacts, historical landmarks, air quality, utility systems, energy, water quality and solar glare.

5. The Applicant shall submit a transportation access plan to the Commissioner of Transportation and the Director of the Authority. The transportation access plan will identify construction, traffic and parking impacts and specify mitigating measures that are satisfactory to the Commissioner of Transportation and the Director of the Authority.

6. The Applicant and the Authority hereby agree that the design review process required by the Development Plans to be observed by the parties ("Design Review Process") shall be as set forth in the Development Review Procedures, including reviews of the Development Concept, Schematic Review, Design Development and Contract Documents. The Applicant and the Authority hereby further agree that, as mutually agreed upon by the parties, the Design Review Process may be undertaken separately for each building, or for any group of buildings to be constructed on the Locus. Capitalized terms used and not defined herein shall have the meanings ascribed to them in the Design Review Process.

7. The Applicant has contracted with Cesar Pelli & Associates to provide design assistance and master planning for the Master Plan and related documentation.

8. Throughout the Design Review Process discussed in Section 5 above, it shall be the Applicant's responsibility to promptly notify the Authority of proposed changes to public lobbies and arcades visible from the exterior of buildings, to open spaces and landscaping and to exterior features of buildings from previously approved submissions (other than refinements of details generally consistent with such previously approved submissions), and to obtain approval from the Authority prior to incorporating them into the drawings and specifications. The Authority shall perform its functions under this provision promptly and with all reasonable dispatch, and shall use its best efforts to notify the Applicant of its approval or disapproval

(and its reasons therefor) of such changes within three (3) business days after receipt of such notice.

9. Once Contract Documents have been approved, the only further submissions to be made by the Applicant to the Authority for review and approval hereunder will be contract addenda and requests for change orders in the construction of those items subject to the Design Review Process which differ from or were not fully described in the Contract Documents. The Authority shall perform its functions under this provision promptly and with all reasonable dispatch, and shall use its best efforts to notify the Applicant of its approval or disapproval (and its reasons therefor) of such submissions within five (5) business days after receipt thereof.

10. Except as otherwise provided herein, the Authority will review and act upon the submissions required by the Design Review Process in the manner set forth in this Section 9. If the Authority finds any such submission(s) inconsistent with the previous submissions, it shall notify the Applicant of the respects in which the same is deemed to be inconsistent. If the Authority finds the submission(s) consistent, it shall so notify the Applicant and indicate the same thereon. The Authority shall perform its functions under this Agreement promptly and with all reasonable dispatch, and shall use its best efforts to notify the Applicant of its approval or disapproval (and its reasons therefor) of such submissions within ten (10) business days after

receipt thereof. The Authority may waive such of its procedures and requirements as it deems appropriate.

11. The Authority will, once Development Plans for respective portions of the Locus have been approved, informally advise the Applicant concerning, and will actively cooperate with and publicly support, the Applicant's efforts to obtain from the appropriate municipal, state and federal bodies and agencies all such permits, licenses and approvals and exceptions, variances, and other departures from the normal application of the applicable zoning and building codes and other ordinances and statutes which may be necessary or convenient in order to carry out the development of the Locus in the most expeditious and reasonable manner.

12. The Authority acknowledges that the Applicant will rely on the Authority's approval of the development concept, land uses and density contemplated in the Master Plan (the Applicant acknowledges that such approval does not constitute approval of specific Development Plans) during the preparation and submission of Development Plans, and in connection with other planning, design, financing and construction of the Project. The Authority also acknowledges that the Applicant will expend considerable time, effort and financial resources to produce Development Plans and to construct the infrastructure required in connection with the Project. Although Section 3-1A of the Code provides that no work can proceed on a project on the basis of an approved master plan unless and until a subsequent development plan for the

proposed work has been approved by the Authority and the Zoning Commission, the Authority acknowledges that if the Development Plans are consistent with the development concept, land uses and density contemplated in the Master Plan, then the Authority will, subject to the Applicant's cooperation with the Authority in its Design Review Process and Environmental Review, expeditiously process the Development Plans submitted by the Applicant and publicly support the approved Development Plans.

13. After construction has commenced on the Locus, and provided that work within the PDA has commenced and is diligently proceeding, the Authority will, within 30 days of a request by the Applicant, file with the Building Commissioner of the City of Boston a certificate pursuant to Section 6A-1 of the Code indicating that work within the PDA has commenced and is diligently proceeding.

14. If, in the future, the Applicant shall, in its reasonable judgment, determine that it has become infeasible to proceed with the whole or a portion of the approved Master Plan or any approved Development Plans, then in such case and after substantiation by the Applicant deemed adequate by the Authority of the reasons for not being able to proceed, the Authority shall cooperate with the Applicant to modify, alter, amend or revoke its previous designation or votes in order to allow the Applicant the opportunity to reasonably develop the land that it owns or leases. If the parties acting in good faith cannot agree as to an appropriate alteration, modification or amendment to the Master

Plan or any approved Development Plans, if the Applicant so requests, the Authority agrees to promptly take the necessary steps to revoke the PDA designation for all or any portion of the Locus.

15. The Authority hereby acknowledges approval of the Master Plan as voted by the Authority on _____, 1986 as to the development concept, permitted uses and density, but not as to a specific development program, that is not as to building locations, mass, height, other characteristics of individual buildings or uses, or the allocation of space to particular uses. The Authority also acknowledges that, prior to approving the Master Plan and pursuant to Section 26-3(1) of the Boston Zoning Code, the Authority found that the Master Plan conforms to the general plan for the City as a whole and that nothing in the Master Plan will be injurious to the neighborhood or otherwise detrimental to the public welfare.

16. The Applicant shall submit a plan, to be known as a Boston Residents Construction Employment Plan to the Director of the Authority which plan shall set forth in detail the Applicant's plans to ensure that its general contractor, and those engaged by said general contractor for construction of the proposed development of the Locus, on a craft by craft basis, meet the following Boston Residents Construction Standards: (1) at least 50 percent of the total employee workerhours in each trade shall be by bonafide Boston residents; (2) at least 25 percent of the total employee workerhours in each trade shall be by minorities;

and (3) at least 10 percent of the total employee workerhours in each trade shall be by women. The Applicant shall include in the plan provisions for monitoring, compliance and sanctions. The Applicant shall submit the plan to the Director of the Authority prior to the issuance of a building permit for the first building to be constructed. For purposes of this Section 15, workerhours shall include, without limitation, on-the-job training and apprenticeship positions.

17. The Applicant shall formulate an Employment Opportunity Plan which shall provide for the Applicant's good faith efforts to achieve a goal that 50 percent of the permanent employment opportunities created by the Project shall be made available to Boston residents, including residents affected by the proposed development on the Locus. The Applicant shall submit the plan to the Director of the Authority prior to the issuance of a building permit for the first building to be constructed.

18. This Agreement shall be binding upon and enforceable against the successors and assigns of the parties hereto, it being understood and agreed that the Applicant shall have a right to transfer or assign its rights and interests in all or a portion of the Locus and under this Agreement. The Authority agrees to look solely to the interest from time to time in each building to be constructed on the Locus, whether owned by the Applicant or its successors and assigns (including, without limitation, mortgagees), as the case may be, for any claim against the Applicant or its successors and assigns arising under this

Agreement in connection with such building or buildings. Furthermore, but without limiting the foregoing, liability arising under this Agreement in connection with one of the buildings to be constructed on the Locus shall be limited to the interest of the Applicant or its successors and assigns (including, without limitation, mortgagees) in such individual building. In illustration, but not in limitation of the foregoing, if separate successors to the Applicant each own one of the buildings to be constructed on the Locus, then the owner of one such building shall have no liability under this Agreement in connection with the other such building. Neither the Applicant nor any trustee, beneficiary, partner, stockholder, manager, officer, director, agent, or employee of the Applicant or its successors and assigns shall ever be personally or individually liable under this agreement nor shall the Applicant or any such trustee, beneficiary, partner, stockholder, manager, officer, director, agent or employee of the Applicant or its successors and assigns ever be answerable or liable in any equitable proceeding or order beyond the extent of its or their interest in the applicable building or buildings.

In witness whereof the parties hereto have caused this instrument to be executed in their behalf by their respective

officers and joint venturers thereunto duly authorized as of the day and year first above set forth.

Approved as to Form:

BOSTON REDEVELOPMENT AUTHORITY

By: _____

HBC ASSOCIATES

By: HT-Boston, Inc.

By: _____
Its:

By: Carpenter Properties, Inc.

By: _____
Its:

CITY OF BOSTON
Raymond L. Flynn, Mayor

BOSTON REDEVELOPMENT AUTHORITY
Edward L. Farrell, Chairman
Joseph J. Walsh, Vice-Chairman
James M. Flaherty, Treasurer
Clarence J. Jones, Vice-Treasurer
Michael F. Duggan, Auditor
Kane Simonian, Secretary
Stephen Coyle, Director

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DEVELOPMENT REVIEW PROCEDURES

CITY OF BOSTON

Raymond L. Flynn, Mayor

BOSTON REDEVELOPMENT AUTHORITY

Robert L. Farrell, Chairman

Joseph J. Walsh, Vice-Chairman

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Michael F. Donlan, Member

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INTRODUCTION

As the city's planning and development agency, the Boston Redevelopment Authority (BRA) functions as a coordinator for development projects and has direct responsibility for reviewing development proposals. The BRA's review authority covers a wide range of projects. Projects may require zoning review initiated by a request for a building or occupancy permit, review of financing mechanisms such as Chapter 121A, Commercial Area Revitalization Districts (CARDs), and Urban Development Action Grants (UDAGs), and review of proposals for publicly owned land.

The BRA reviews proposals for their overall viability and expected benefits to the city. Review criteria may vary depending on location, type, and size of the project. Design criteria include specifications for building height, massing, materials, and other guidelines to preserve Boston's history and character. Environmental concerns which are assessed include a project's impacts on sunlight, daylight, wind, groundwater, and air and water quality, both during construction and upon completion. Effects on surrounding neighborhoods, displacement, and community participation are also considered in the review process. Transportation review is concerned with the impacts of additional traffic, parking and loading, and examines proposed changes to rights-of-way or physical changes, encroachments on public space, curb cuts, and requirements of the Boston Air Pollution Control Commission, if applicable. Review criteria are included in the Zoning Code and planning documents.

This booklet outlines the BRA's review process, describes the sources which initiate the BRA's various review functions, outlines the stages of its review, and provides a comprehensive list of submission requirements and development review fees. Projects vary in size and complexity; therefore not all requirements are appropriate to all projects. For example, requests for zoning actions to construct a three-unit dwelling require a review quite different than that for a multi-story commercial project. The extent of the review is defined at an initial meeting between the developer and BRA staff.

Step Two: SCHEMATIC REVIEW

This review is intended to secure agreement on and approval of the basic development concept prior to extensive design development. At this stage, the developer submits schematic design materials requested by the BRA. BRA staff reviews the proposals with recommended revisions. The schematic design is subject to environmental review and considers miscellaneous and other impacts, and, if necessary, the project is changed to mitigate adverse impacts. During the schematic stage, various other potential impacts will be assessed, including wind, sunlight and day light. For large-scale projects, a draft environmental impact statement report may be required. Acceptance by BRA staff of the schematic design indicates the next stage of review.

BRA DEVELOPMENT REVIEW PROCEDURES

To evaluate the quality and appropriateness of a proposal based on objectives stated in plans, guidelines, and regulations governing development in Boston, the Boston Redevelopment Authority conducts a four-stage review process. This review is conducted by BRA staff from its design, development, planning, transportation, environmental, zoning, and engineering departments. The staff is assisted on a project by project basis by citizen advisory groups, professional associations, and other constituencies. The time-frame for development review and the sequence of phasing may vary depending on the complexity of the project.

Step One: DEVELOPMENT CONCEPT

Projects are either privately or publicly initiated and the first step in development review varies accordingly. For a privately initiated project, the developer contacts the BRA with a letter of interest which briefly describes the project. The BRA meets with the developer to discuss the development concept, government regulations and procedures, and submission requirements appropriate to the project from the comprehensive list included in this document.

Publicly initiated projects include the disposition or leasing of city- or BRA-owned property which, because of size and location, require development review by the BRA. At the request of the city for city-owned property or at its own behest for BRA-owned property, the BRA may prepare a developer's kit for a specific site, outlining the development concept and guidelines. A request for proposals to develop the site is usually publicly advertised. The applicants are interviewed and the proposals are reviewed by the BRA. For projects proposed in a neighborhood setting, community representatives are notified. Based on the evaluation, the BRA grants tentative designation to a developer for BRA-owned property, or for city-owned property recommends a developer to the Real Property Board or Public Facilities Commission. From this point on, publicly and privately initiated projects follow similar review procedures. In some cases for BRA-owned property, tentative designations will not be made until after schematic review.

Step Two: SCHEMATIC REVIEW

This review is intended to secure agreement on and approval of the basic development concept prior to extensive design development. At this stage, the developer submits schematic project materials requested by the BRA. BRA staff reviews the proposal and recommends revisions. The schematic design is subject to environmental review to determine microclimate and other impacts, and, if necessary, the project is changed to mitigate adverse impacts. During the schematic stage, various environmental impacts will be assessed, especially wind, sunlight and daylight. For large-scale projects, a draft environmental impact assessment report may be required. Acceptance by BRA staff of the schematic design initiates the next stage of review.

Step Three: DESIGN DEVELOPMENT

The third phase of review is intended to secure agreement on and approval of the final design prior to extensive and detailed work on the working drawings. At this stage, financing mechanisms are refined. Applications for government subsidy programs are prepared for publicly supported projects.

The developer submits design development materials as requested by the BRA. The materials are reviewed by BRA staff and, if necessary, modifications are requested. A final environmental review is conducted and a final environmental impact assessment report may be required.

At this stage, the BRA Board acts on development proposals to recommend appropriate zoning actions to the Zoning Commission and Board of Appeal, and to designate or recommend developers for public property. The public is invited to comment on projects. Based on BRA staff analyses and public comments, the Board recommends appropriate actions to other government entities and/or grants final designation of developers for BRA property. The timing of BRA Board actions with respect to the final designation of developers may vary. If final designation precedes any aspect of review, the developer is nonetheless bound to complete all requirements prior to the BRA's approval of contract documents.

The Zoning Commission and Board of Appeal consider the BRA's recommendations in their decisions. The Board of Appeal may condition its approval of a requested zoning action on final design review by the BRA. (Zoning Procedures, a booklet which complements this one, outlines the stages of zoning review.)

Step Four: CONTRACT DOCUMENTS

Prior to the issuance of a building permit by the Inspectional Services Department, the BRA reviews final working drawings and the selection of all building materials visible to the public. This review is intended to secure final agreement on and approval of the contract documents and the complete proposal.

During preparation of the contract documents, it is the developer's responsibility to notify the Authority and secure its approval of all changes from the approved design development drawings that are contemplated for site improvements, exterior facades, roofscape and interior public spaces. Progress drawings representing 50% completion of the contract documents may be required for review by the Authority.

Once contract documents have been approved and construction has begun, the only items subject to additional review will be requests for change orders in the construction. The developer must request permission to make changes from approved drawings, which may not be undertaken

until such approval has been obtained. Site visits may be conducted to ensure construction of the project is in accordance with the contract documents. After review of the project by BRA staff, a certificate of completion will be approved by the Board, certifying that the project has been completed according to the terms of the Authority's tentative and final designations.

1. ZONING REVIEW

Zoning review is initiated by a request for a building or occupancy permit. If the application complies with the Building and Zoning Codes and with other city requirements, a permit is issued. If a project plan does not comply with the Zoning Code, permission to deviate from the Code may be sought by an exception, variance, conditional use permit, or special zoning designation. Following BRA staff review and Board recommendation, the Board of Appeal holds a public hearing and the zoning variance or conditional use permit may be approved.

Zoning Variances and Conditional Use Permits

To obtain a variance an applicant must demonstrate that special circumstances exist which make a property different from others in the district. The Zoning Code specifies which uses are conditional, as opposed to those which are specifically allowed or forbidden in a district. The applicant obtains a conditional use permit by demonstrating that the proposed use is suitable for its location and will not have a detrimental effect on the surrounding area.

Special Zoning Designations

The Zoning Code defines several categories of special purpose overlay districts which include Planned Development Areas (PDAs) and Urban Renewal Areas (URAs) and Interim Planning Overlay Districts (IPODs). In these districts, the regulations specified for the base district apply, except when they are in conflict with the special regulations for a particular overlay district which then requires a special zoning designation. Special zoning designations require a zoning amendment in addition to other procedures and can be sought for PDAs and URAs.

a. Planned Development Areas

PDA designation may be obtained for a project on a site of at least one acre. To effectuate a PDA designation, the BRA must approve a development plan, the Zoning Commission must adopt a map amendment, and the Board of Appeal must grant exceptions to the Zoning Code.

b. Urban Renewal Subdistricts

An urban renewal subdistrict designation is only allowed within an already approved urban renewal project area. It is available only after the BRA has secured the proposal's zoning map amendment, and the project conforms with the area's urban renewal plan and with the specific requirements for development of the particular subdistrict.

BRA REVIEW AUTHORITY

A project may require BRA review for three reasons: a request for a building or occupancy permit that requires zoning relief, the use of financing mechanisms, or the leasing or disposition of public property. One or more of these reasons may be applicable to an individual project and will initiate review by the Authority.

1. ZONING REVIEW

Zoning review is initiated by a request for a building or occupancy permit. If the application complies with the Building and Zoning Codes and with other city requirements, a permit is issued. If a project plan does not comply with the Zoning Code, permission to deviate from the Code may be sought by an exception, variance, conditional use permit, or special zoning designation. Following BRA staff review and Board recommendation, the Board of Appeal holds a public hearing and the zoning variance or conditional use permit may be approved.

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o Planned Development Areas

PDA designation may be obtained for a project on a site of at least one acre. To effectuate a PDA designation, the BRA must approve a development plan, the Zoning Commission must adopt a map amendment, and the Board of Appeal must grant exceptions to the Zoning Code.

o Urban Renewal Subdistricts

An urban renewal subdistrict designation is only allowed within an already approved urban renewal project area. It is available only after the BRA is assured the proposal's zoning map amendment conforms with the area's urban renewal plan and with the specific requirements for development of the particular subdistrict.

o Interim Planning Overlay Districts

An Interim Planning Overlay District is a zoning mechanism used to control development while changes to the Zoning Code are being reviewed and debated. IPODs will prohibit the construction of new buildings inconsistent with the proposed Zoning Code changes.

The interim overlay zoning stays in place for only a limited time. If, during the interim period, the original zoning is changed, then the new zoning will control development at the end of the interim period. If no change occurs, the zoning reverts to the previously existing zoning.

Development Impact Projects

A request for a variance, conditional use permit, exception, and zoning map or text amendment triggers the need for Development Impact Project approval if the project is 100,000 square feet or more of commercial space. Developers of such projects are required to make a development impact payment to the Neighborhood Housing Trust or to contribute to the creation of low and moderate-income housing in the city.

Development Impact Project (DIP) Plans must be submitted to the BRA for staff review, and subsequently presented to the BRA Board at a public hearing. If the Board approves the plans, the developer enters into a Development Impact Project Exaction Agreement with the BRA. Under the requirements of the city's Zoning Code, the Board of Appeal and the Zoning Commission can not approve a project until the Authority certifies that a DIP Agreement has been executed.

2. REVIEW OF FINANCING MECHANISMS

The BRA has review authority for three types of financing mechanisms to be used to allow developments which provide public benefits to the city. These financing mechanisms include Chapter 121A, Commercial Area Revitalization Districts (CARDs), and Urban Development Action Grants (UDAGs).

Chapter 121A

Under M.G.L., Chapter 121A and Chapter 652 of the Acts of 1960, the BRA, with the approval of the Mayor, has the power to approve applications for the formation of non-profit, limited dividend or cooperative entities for the purpose of redevelopment in a blighted, open, decadent or substandard area. Chapter 121A essentially offers a tax incentive to build in a blighted area.

Chapter 121A provides for 15 years exemption from taxation on real and personal property. The corporation instead pays a Section 10 excise tax of 5 percent of gross income and \$10 per \$1000 of fair cash valuation to the Commonwealth of Massachusetts. Section 6A payments agreed upon by the corporation and the city are paid directly to the city. Following a BRA staff review, public hearing, and BRA Board approval, the application goes to the Mayor for approval.

Commercial Area Revitalization District

The BRA is responsible for administering the state-assisted grant program, Commercial Area Revitalization District (CARD). Through the CARD program, economic development incentives are made available to commercial and industrial enterprises for development projects and the leasing of new facilities.

To be eligible, a development project or leasing program must be located in a CARD. A CARD may be located in either neighborhoods or the downtown core. The incentives for commercial enterprises to locate in a CARD include below market interest rate Industrial Revenue Bonds, mortgage insurance on a portion of the total project financing, and a net income deduction and tax credit to be applied to state corporate excise taxes which are owed by a commercial enterprise certified as an eligible business facility by the State Job Incentive Bureau.

As the city planning agency, the BRA conducts a financial analysis to determine if the project requires an Industrial Revenue Bond to be economically feasible and if it fits into the CARD plan. Following staff review and approval, a letter of approval is sent to the Boston Industrial Development Finance Agency which issues and approves the Industrial Revenue Bond.

Urban Development Action Grants

An Urban Development Action Grants (UDAG) is a financing mechanism which assist developments requiring public assistance by supplementing the private investment. UDAGs are primarily used for leveraging private investment and job creation. To be eligible for a UDAG, the project must have definitive financial commitment by a private investor and must include housing and community development or economic activity. City of Boston policy stipulates that UDAG funds are made as loans rather than grants. The loan repayments are used for neighborhood economic development projects throughout the city.

The BRA plays a strong role in UDAGs in design and environmental review and the preparation of the UDAG proposal. The City Council gives final approval, prior to the Department of Housing and Urban Development submission.

3. REVIEW FOR THE LEASING AND DISPOSITION OF PUBLIC PROPERTY

The selling or leasing of public property may initiate development review by the BRA. For certain BRA and city-owned parcels; the BRA prepares developer kits which outline design and development guidelines. To formulate guidelines for some parcels, the BRA seeks the assistance of community groups and the Boston Society of Architects. The BRA then makes a request for proposals and reviews the submissions received. A tentative designation is recommended for the most appropriate proposal. The proposal is then subject to the extensive review process described on pages 2-4, similar to that of privately-initiated projects. At its completion, the developer is granted final designation.

MASS. ENVIRONMENTAL POLICY ACT
REVIEW AUTHORITY

The Massachusetts Environmental Policy Act (MEPA) requires the review and evaluation of projects to describe their environmental impact, and establishes a process for determining when Environmental Impact Reports (EIRs) are required. MEPA applies to projects directly undertaken by a state agency (including leases and transfers of property undertaken by an agency) and to privately-initiated projects requiring an agency permit or receiving financial assistance from an agency. Because the BRA is a redevelopment authority created by the Legislature, it falls under the jurisdiction of MEPA. . Where the BRA acts only as the planning department for the city, such as in zoning matters and the disposition of city-owned land, MEPA does not apply.

Regulations implementing MEPA were promulgated by the Executive Office of Environmental Affairs (EOEA), which is also responsible for determining whether a project requires an EIR. These regulations establish a process whereby, for non-exempt projects, an Environmental Notification Form (ENF) is required to be filed with EOEA for public and agency review as the preliminary step in determining the need for an EIR. For activities or actions undertaken by an agency, the preparation of the ENF (and of the EIR, if subsequently required) is the responsibility of the agency itself. For private projects seeking state or BRA financial assistance or a permit (e.g., Chapter 121A approval), the project proponent is responsible for preparing the required documents.

In addition to describing the environmental review process, the MEPA regulations also establish categories of projects which automatically require the preparation of an EIR (categorical inclusions) and which are automatically excluded from filing an ENF (categorical exclusions). Specific rules of application are included in the regulations.

With respect to timing, the public/agency review period for ENF's is 20 days following publication in EOEA's Environmental Monitor of a notice of submission and availability of an ENF. Notices are published twice monthly, on approximately the 7th and the 21st of the month. The Secretary of Environmental Affairs then has 10 days in which to issue a certificate stating whether or not an EIR is required.

If an EIR is required, the process involves the preparation and circulation for review of a Draft EIR (the public/agency review period is 30 days following EOEA notice of availability of the EIR, with seven additional days for the Secretary to issue a statement on the adequacy of the Draft), preparation of the Final EIR responding to comments on the Draft, and circulation of the Final (again, a 30-day review period followed by seven days for the Secretary to issue a statement regarding the adequacy of the Final and its compliance with MEPA). Normally, the EIR process from beginning of the preparation of the EIR to final approval takes five to six months and considerably longer for major and complicated projects. The minimum time would be at least four months.

SUBMISSION REQUIREMENTS

Following is a comprehensive list of submission requirements. Developers of large projects, typically those greater than 100,000 square feet in size, would be required to provide much of this information. Smaller proposals would provide only the information appropriate to their context and complexity, as defined by the BRA. Financing mechanisms, such as Chapter 121A, CARD, and UDAG programs, have additional requirements which are defined in other booklets.

In addition to full-size scale drawings, 3 copies of a bound booklet containing all submission materials reduced to size 8½ x 11, except where otherwise specified, are required.

I. Applicant Information

A. Development Team

1. Names

- a. Developer (including description of development or Chapter 121A entity)
- b. Attorney
- c. Project consultants

2. Business address and telephone number for each

3. Designated contact for each

4. Description of current or formerly-owned developments in Boston

B. Legal Information

1. Legal judgements or actions pending concerning the proposed project

2. History of tax arrears on property owned in Boston by development team

3. Property Title Report including current ownership and purchase options of all parcels in the development site

II. Financial Information

A. Full disclosure of names and addresses of all financially involved participants and bank references

B. Nature of agreements for securing parcels not owned by prospective developer

C. Development Costs

1. Cost of land and buildings
2. Estimated hard construction cost, including demolition and site preparation
3. Estimated soft costs, including: professional fees, financing fees, construction loan interest, real estate taxes, and all other costs necessary to carry the project through the construction period
4. Estimated contingency amount

D. Operation

1. Anticipated income from rent or sales, including vacancy allowances
2. Anticipated operating expenses
3. Estimated real estate taxes including expected valuation
4. Anticipated financing structure, including any equity (including plans for syndication), mortgages, and terms of debt service
5. All preceding information for the first six years of operation, or until property is expected to be refinanced or sold
6. Depreciation and all other deductions indicating cash flow and returns for first six years on an after-tax basis

E. Additional financial information pertinent to Chapter 121A, CARD, and UDAG applications

III. Project Area

- A. Description of metes and bounds of project area
- B. For Chapter 121A, CARD, UDAG, statements of fact establishing the need and rationale for such a designation (as required in their procedures)

IV. Relocation Information

- A. Statement by applicant concerning applicability to project of any Federal or State Relocation Regulations, and Citation of Regulations believed applicable

- B. If Chapter 121A, 121B or Chapter 79A is applicable then a statement is required that relocation information and relocation plan will be submitted under separate cover in accordance with Chapter 121A, 121B or Chapter 79A requirements.
- C. For projects not covered by federal or state programs containing relocation regulations, the following information:
 - 1. Number of units in building(s) to be demolished or vacated
 - 2. Number of occupied units, by type, per building
 - 3. Tenure of occupants (owner/tenant/sub-tenant)
 - 4. Name and address of each occupant (owner or prime tenant)
 - 5. Information on size and monthly costs:
 - a. Residential unit - number of rooms, bedrooms, and monthly rent, indicating included utilities
 - b. Non-residential - gross square feet of area, number of floors, including ground floors and monthly rent, indicating included utilities
 - 6. Length of occupancy of current occupant in unit (and building if greater)
 - 7. Estimate of the total number of small businesses
 - 8. Number, if any, of minority households or businesses displaced
 - 9. Net increase or decrease in number of units:
 - a. Total number of housing units proposed
 - b. Reduction in rent controlled units

V. Project Design

A. Phase I Submission: Project Schematics

- 1. Written description of program elements and space allocation for each element
- 2. Neighborhood plan and sections at an appropriate scale (1" = 50' or larger) showing relationships of the proposed project to the neighborhood's:
 - a. massing
 - b. building height
 - c. scaling elements

- d. open space
 - e. major topographic features
 - f. pedestrian and vehicular circulation
 - g. land use
3. Black and white 8"x10" photographs of the site and neighborhood
 4. Sketches and diagrams to clarify design issues and massing options
 5. Eye-level perspective (reproducible line drawings) showing the proposal in the context of the surrounding area
 6. Aerial views of the project
 7. Site sections at 1" = 20' or larger showing relationships to adjacent buildings and spaces
 8. Site plan at an appropriate scale (1" = 20' or larger) showing:
 - a. General relationships of proposed and existing adjacent buildings and open space
 - b. Open spaces defined by buildings on adjacent parcels and across streets
 - c. General location of pedestrian ways, driveways, parking, service areas, streets, and major landscape features
 - d. Pedestrian, handicapped, vehicular and service access and flow through the parcel and to adjacent areas
 - e. Survey information, such as existing elevations, benchmarks, and utilities
 - f. Phasing possibilities
 - g. Construction limits
 9. Massing model at 1" = 100' for use in the Authority's downtown base model.
 10. Drawings at an appropriate scale (e.g., 1" = 8') describing architectural massing, facade design and proposed materials including:
 - a. Building and site improvement plans
 - b. Elevations in the context of the surrounding area
 - c. Sections showing organization of functions and spaces

11. Preliminary building plans showing ground floor and typical upper floor(s)
12. Proposed schedule for submission of design development materials

B. Phase II Submission: Design Development

1. Revised written description of project
2. Revised site sections
3. Revised site plan showing:
 - a. Relationship of the proposed building and open space to existing adjacent buildings, open spaces, streets, and buildings and open spaces across streets
 - b. Proposed site improvements and amenities including paving, landscaping, lighting and street furniture
 - c. Building and site dimensions, including setbacks and other dimensions subject to zoning requirements
 - d. Any site improvements or areas proposed to be developed by some other party (including identification of responsible party)
 - e. Proposed site grading, including typical existing and proposed grades at parcel lines
4. Dimensioned drawings at an appropriate scale (e.g., 1" = 8') developed from approved schematic design drawings which reflect the impact of proposed structural and mechanical systems on the appearance of exterior facades, interior public spaces, and roofscape including:
 - a. Building plans
 - b. Preliminary structural drawings
 - c. Preliminary mechanical drawings
 - d. Sections
 - e. Elevations showing the project in the context of the surrounding area as required by the Authority to illustrate relationships or character, scale and materials
5. Large-scale (e.g., 3/4" = 1'-0") typical exterior wall sections, elevations and details sufficient to describe specific architectural components and methods of their assembly
6. Outline specifications of all materials for site improvements, exterior facades, roofscape, and interior public spaces

7. A study model at an appropriate scale (e.g., 1" = 16', or as determined after review of schematic design) showing refinements of facade design
8. Eye-level perspective drawings showing the project in the context of the surrounding area
9. Samples of all proposed exterior materials
10. Complete photo documentation (35 mm color slides) of above components including major changes from initial submission to project approval

C. Phase III Submission: Contract Documents

1. Final written description of project
2. A site plan showing all site development and landscape details for lighting, paving, planting, street furniture, utilities, grading, drainage, access, service, and parking
3. Complete architectural and engineering drawings and specifications
4. Full-size assemblies (at the project site) of exterior materials and details of construction
5. Eye-level perspective drawings or presentation model that accurately represents the project, and a rendered site plan showing all adjacent existing and proposed structures, streets and site improvements
6. Site and building plan at 1" = 100' for Authority's use in updating its 1" = 100' photogrammetric map sheets

D. Phase IV Submission: Construction Inspection

1. All contract addenda, proposed change orders, and other modifications and revisions of approved contract documents which affect site improvements, exterior facades, roofscape, and interior public spaces shall be submitted to the Authority prior to taking effect.
2. Shop drawings of architectural components which differ from or were not fully described in contract documents

VI. BRA Environmental Impact Assessment

Whether or not a project comes within the purview of the Massachusetts Environmental Policy Act review requirements, the BRA may request all or several of the environmental analyses listed below. The extent of analyses required depends on the size, location, and complexity of the project.

A. Transportation/Traffic

1. Parking

- a. Number of spaces provided indicating public and private allocation
- b. Reduction in parking from previous use of site
- c. Proposal's impact on demand for parking
- d. Parking plan, including layout, access, and size of spaces
- e. Evidence of compliance with City of Boston parking freeze requirements
- f. Description of measures to reduce parking demand

2. Loading

- a. Number of docks
- b. Location and dimension of docks

3. Access

- a. Size and maneuvering space on-site or in public right-of-way
- b. Access, curb cuts, and/or sidewalk changes required

4. Vehicular Traffic

- a. Project vehicular traffic demand and generation (daily and peak-hours) and distribution
- b. Circulation and access impacts on the local and regional street system and local intersections (traffic impact area), including capacity and level-of-service analyses
- c. Modal split and vehicle occupancy analysis

5. Public Transportation

- a. Location and availability of public transportation facilities
- b. Usage and capacity of existing system
- c. Peak-hour demand and capacity analysis
- d. Measures to encourage use of public transportation

6. Pedestrian Circulation
 - a. Demand and capacity analysis on project area sidewalks
 - b. Connections to public transportation station stops
 - c. Effect on pedestrian flows of project parking and servicing entrances and exits
- B. Wind (Information is required during the schematic design stage for build and no-build conditions.)
 1. Wind tunnel testing will be required for:
 - a. Any building higher than 150 feet
 - b. Any building 100 feet high and two times higher than the adjacent buildings
 - c. Other buildings which fall below these thresholds, but because of their context and particular circumstances would require wind tunnel testing
 2. Wind tunnel testing is to be conducted in two stages - Stage I Erosion Study and Stage II Hot Wire Testing. An erosion study (or equivalent methodology) must be conducted to determine potential problem areas and to identify appropriate placement of sensors for hot wire testing.
 3. Wind tunnel testing should be conducted according to the following criteria:
 - a. Results of wind tunnel testing should be consistently presented in miles per hour (mph).
 - b. Velocities should be measured at a scale equivalent to 4.5 to 5.0 feet above ground level.
 - c. The instrument should have a frequency response that is flat to 100 hertz and filters out any higher frequency (hot wire testing).
 - d. The expected one and two percent occurrence of hourly average, effective gust, and peak gust velocities should be reported (hot wire testing).
 - e. Erosion study data shall be presented in tabular form and graphically through photographs showing changes between build and no-build conditions.
 1. Wind directions from the sixteen compass points shall be used noting the percent or probability of occurrence of each direction on an annual basis.

2. Wind velocities for each direction shall include the intervals: 0-15 mph and every 5 mph interval from 15 to 40 mph inclusive.
- f. Hot wire data shall be presented both in tabular form and graphically on a map to indicate velocity changes between build and no-build conditions.
 1. The effective gust velocity can be computed by the formula: average hourly velocity plus $1.5 \times \text{root mean square (rms) variations about the average}$.
- C. Shadow (Information should be provided during the schematic design stage.)
1. Shadow analysis plans should be submitted at a scale of $1' = 40'$ and $1'' = 100'$.
 2. Shadow impact analysis must include net new shadows as well as existing shadows.
 3. Initial shadow analyses must include shadow impacts for build and no-build conditions for the hours 9:00 a.m., 12:00 noon, and 3:00 p.m. conducted for four periods of the year at the vernal equinox, autumnal equinox, winter solstice, and summer solstice.
 4. Shadow analyses also are to be conducted at 10:00 a.m., 11:00 a.m., 12:00 noon, 1:00 p.m., and 2:00 p.m. on October 21 and November 21, and must show the incremental effects of the proposed massing on proposed or existing public spaces including major pedestrian areas.
 5. Additional shadow analyses may be required depending on the particular physical characteristics of the site including its solar orientation relative to public open spaces, pedestrian patterns and street patterns, and existing shadows in the area.
- D. Daylight (Information should be provided during the schematic design stage.)
1. Daylight analysis for build and no-build should be conducted by measuring the percentage of skydome that is obstructed by a building.
 - a. Specific technique and graphic methodologies required for determining percent of obstructed skydome will be provided by the BRA.
- E. Excavation and Landfill
1. Written description including amount and method of excavation, dredging and filling proposed, and the existence of blasting and pile driving

2. Analysis of sub-soil conditions, potential for ground movement and settlement during excavation, and impact on adjacent buildings and utility lines

F. Groundwater

1. List of measures used to ensure the groundwater levels will not be lowered during or after construction, if applicable
2. Engineering analysis of the impact of development on groundwater, surrounding structures, wooden piles and foundations

G. Solid and Hazardous Wastes/Materials

1. A list of any known or potential contaminants on site together with evidence of the recording with the Registry of Deeds of the disposal of hazardous wastes on the site, pursuant to the M.G.L., Chapter 21C, if applicable
2. Possible hazardous wastes generated
3. Existence of buried gas tanks on site
4. Estimate of potential trash generation and plans for disposal

H. Noise

1. Where appropriate, noise analyses to determine compliance with City of Boston regulations and applicable state and federal guidelines

I. Flood Hazard Zone/Wetlands

1. Where appropriate, determination of whether or not proposal falls within a Federal Flood Hazard Zone or requires a Wetlands Permit
2. If applicable, description of measures to minimize potential flood damage and to comply with city and federal flood hazard regulations and any Order of Conditions issued by the Boston Conservation Commission

J. Construction Impacts

1. Description of construction staging areas
2. Availability of construction worker parking
3. Potential dust generation and mitigation measures to control dust emissions
4. Permits from Air Pollution Control Commission for sand blasting, if appropriate

5. Potential noise impact and measures to minimize noise levels
 6. Truck traffic and access routes
 7. Pedestrian safety
- K. Historical Landmarks
1. Description of the project site location in proximity to a National or Massachusetts Register site or district or Landmark designated by the Boston Landmarks Commission
 2. Possible effects to the National or Massachusetts Register site or district or a Landmark designated by the Boston Landmarks Commission
- L. Air Quality
1. Impact on local air quality from additional traffic generated by the project, including identification of any location projected to exceed national or Massachusetts air quality standards
 2. Estimation of emissions from any parking garage constructed as part of the project
 3. Description and location of building/garage air intake and exhaust systems and evaluation of impact on pedestrians
- M. Utility Systems
1. Estimated water consumption and sewage generation from the project
 2. Description of the capacity and adequacy of water and sewer systems and an evaluation of the impacts of the project on these systems
 3. Identification of measures to conserve resources, including any provisions for recycling
- N. Energy
1. Description of energy requirements of the project and evaluation of project impacts on resources and supply
 2. Description of measures to conserve energy usage and consideration of feasibility of including solar energy provisions
- O. Water Quality
1. Description of impacts of the project on the water quality of Boston Harbor or other water bodies that could be affected by the project, if applicable

2. Description of mitigation measures to reduce or eliminate impacts on water quality

P. Solar Glare

1. Analysis of solar glare impact and solar heat gain analysis, if applicable

VII. Public Benefits

A. Employment plan including:

1. Estimated number of construction jobs
2. Estimated number of permanent jobs
3. Future tenant profile
4. Resident, minority and women hiring plan

B. Tax revenues, including existing annual taxes on property, estimated future annual taxes, and change in tax revenue

C. Chapter 121A payment

D. Purchase price for publicly-owned property

E. Development Impact Project Exaction

1. Housing Creation Exaction or Housing Payment Exaction

F. Child Care Plan

G. Other benefits

VIII. Regulatory Controls and Permits

A. Existing zoning requirements, calculations, and any anticipated zoning requests

B. Anticipated permits required from other local, state, and federal entities with a proposed application schedule

C. Employment contract compliance

D. For structures in National or Massachusetts Register Districts or sites individually listed on the National or Massachusetts Register of Historic Places, duplicates of parts I and II of the certification documents and applicable correspondence and permits

E. For projects requiring compliance with the Massachusetts Environmental Policy Act (MEPA), copies of the Environmental Notification Form, Certificate of the Secretary of Environmental Affairs, and Environmental Impact Report, if required

F. Other applicable environmental documentation

IX. Community Groups

- A. Names and addresses of project area owners, displacees, abutters, and also any community groups which, in the opinion of the applicant, may be substantially interested in or affected by the proposed project
- B. A list of meetings proposed and held with interested parties

FEES

The following is a list of fees for development projects. Most fees are not refundable except fees for reviewing developers' proposals for public parcels, which are partially refundable to unsuccessful applicants.

Bid Documents

o Site Preparation Contracts	\$ 100
o Property Management Contracts	\$ 100
o Operation of Parking Lots	\$ 100
o Rehabilitation Documents	\$ 100
o Demolition Contracts*	\$ 100

Chapter 121A Fees

o Application	\$ 5,000
o Amendments of application requiring a hearing and report	\$ 3,500
o Amendments of any kind not requiring a hearing	\$ 2,500

CARD Project Review Fees \$ 2,500

Developer Kits \$ 0-100 (varies depending on size of site and proposed development)

Developer Proposal Fees \$ 0-7,500 (varies depending on site)

Zoning Commission Fees

o Annual subscription to Zoning Code Amendments	\$ 10
o Annual subscription to Zoning Code Amended Pages	\$ 10
o Zoning Code Text or Map Amendment Application	\$ 225
(Advertising costs will also be paid by proponent and will vary according to length of ad)	

Note: Fees for zoning and building code variances and appeals are paid directly to the Board of Appeal.

*Refundable

DEVELOPMENT IMPACT PROJECT AGREEMENT

FOR

PLANNED DEVELOPMENT AREA NO. ____

AGREEMENT made as of _____, 1986 between the BOSTON REDEVELOPMENT AUTHORITY (hereinafter "Authority"), acting on its own behalf and as escrow agent for the Neighborhood Housing Trust, as contemplated by Article 26 of the Boston Zoning Code and hereafter to be created, and HBC ASSOCIATES (hereinafter "HBC"), a joint venture between HT-Boston, Inc., a Delaware corporation, and Carpenter Properties, Inc., a Massachusetts corporation, and its successors, assigns and legal representatives (hereinafter "Applicant"); the Authority, the Trust and the Applicant, collectively, shall be referred to herein as the parties;

WHEREAS, the Applicant proposes to construct a first-class mixed-use development consisting of office, residential, hotel and retail space, parking, recreational open space and marine-related uses including a number of buildings (hereinafter "Buildings") and other site improvements (hereinafter "Site Improvements") (the Buildings and Site Improvements will be hereinafter collectively referred to as the "Project");

WHEREAS, the Project site on which the Buildings will be located is comprised of approximately 18.53 acres of land (of which approximately 2.6 acres are now below water) bounded by Fort Point Channel, Boston Harbor, the centerline of Northern Avenue and portions of Pier 3 (hereinafter "Project Site");

WHEREAS, the Project constitutes a Development Impact Project as defined in Section 26-2(1) of Article 26 of the Boston Zoning Code; and

WHEREAS, the Neighborhood Housing Trust referred to in Article 26 of the Boston Zoning Code has not yet been created.

NOW, THEREFORE, in consideration of the mutual covenants and agreements herein contained, the parties hereto agree as follows:

ARTICLE 1. MASTER PLAN AND DEVELOPMENT IMPACT PROJECT PLAN

1.1 Master Plan and Development Impact Project Plan. The parties hereby acknowledge that the Applicant submitted to the Authority a Master Plan and Development Impact Project Plan for the Project (hereinafter "Plan"), that the Plan included a Development Impact Project Plan as required by Section 26-3 of Article 26 of the Boston Zoning Code and that after a public hearing held on _____, 1986, notice of which was published in _____ on _____, 1986, the Authority approved the Plan on _____, 1986 pursuant to and in accordance with Section 26-3(1) of the Boston Zoning Code. The Applicant will, subject to Section 13 of the Cooperation Agreement for Planned Development Area No. 23 of even date herewith, proceed with planning and design for the Project Site in a manner consistent with the development concept, land uses and density contemplated in the Plan subject to any environmental reviews requested by the Authority in accordance with the Authority's "Development Review Procedures" dated 1985 and attached hereto as Exhibit A.

ARTICLE 2. LINKAGE PAYMENT

2.1 Linkage Payment. The Applicant shall be responsible, in accordance with the terms of this Agreement, for a Development Impact Project Exaction (hereinafter "Linkage Payment") as such term is defined in Section 26-2(3) of the Boston Zoning Code, in the amount as calculated and set forth in Paragraph 2.4 of this Agreement. The Applicant may, at its option, for any or all of the Buildings, satisfy its obligation for the Linkage Payment, in whole or in part, by contributing to the creation of housing units for occupancy exclusively by low and moderate income residents of the City of Boston, as described in Paragraph 2.2 of this Agreement, or by payments made in accordance with Paragraph 2.3 of this Agreement.

2.2 Housing Creation Option. If the Applicant shall elect to contribute to the creation of housing units for occupancy exclusively by low and moderate income residents of the City of Boston in order to satisfy its obligation for all or a part of the Linkage Payments for any or all of the Buildings, the Applicant shall submit a proposal in writing to the Authority on or before the appropriate Payment Date for such Building or Buildings as such Payment Date is defined in Paragraph 2.6 of this Agreement. Such proposal shall satisfy the provisions of the Housing Creation Exaction set forth in Section 26-1(3)(1) of Article 26 of the Boston Zoning Code. The proposal shall include a description of the number, location, cost and design of the housing units.

2.3 Housing Payment Option. If the Applicant shall elect to contribute money payments, said payments shall be paid to the City of Boston acting by and through the Trust, or in the event the Trust has not been created, to the Authority. Payments shall be made in twelve (12) equal annual installments. The first installment of such payments shall be due and payable on the Payment Date as defined in Paragraph 2.6 of this Agreement, and subsequent installments shall be due and payable on the following eleven (11) anniversary dates of the Payment Date for such Building.

2.4 Calculation of Linkage Payment. The parties acknowledge that some or all of the Buildings will include uses enumerated in Table C of Article 26 of the Boston Zoning Code as in existence on the date hereof (hereinafter "Table C Uses"), including office, retail and hotel uses and that the construction of the Buildings will require certain exceptions to the Boston Zoning Code. The amount of Linkage Payments referred to in Paragraph 2.1 of this Agreement shall equal \$5.00 for each square foot of gross floor area devoted to one or more Table C Uses in excess of the first one hundred thousand (100,000) square feet of gross floor area devoted to Table C Uses. In calculating the amount of Linkage Payments, residential uses and parking shall not be considered "ancillary or accessory to the uses listed in Table C" within the meaning of Section 26-3(2)(a) of the Boston Zoning Code.

2.5 Recalculation. The Authority and the Trust hereby agree that any change in the rate or scheduling of the Linkage Payment as may be adopted shall not in any way increase the Linkage

Payment determined in accordance with Paragraph 2.4 of this Agreement or decrease the period over which Linkage Payments are to be made.

2.6 Payment Date. The Payment Date shall be determined independently for each of the Buildings for which Linkage Payments are due (that is, Buildings containing Table C Uses). The Payment Date for each of the Buildings for which Linkage Payments are due shall be the earlier to occur of either the issuance of a final Certificate of Occupancy for the entirety of such Building or twenty-four (24) months after the granting of the building permit for the entirety of such Building.

2.7 Waiver of Linkage Payment. If a building permit is not granted for any of the Buildings or parts thereof, or if construction of any of the Buildings or parts thereof is abandoned after a building permit is obtained and prior to the commencement of substantial construction or if a building permit for any of the Buildings or parts thereof is revoked or lapses and is not renewed, then the Applicant shall have no responsibility for the Linkage Payment with respect to such Building or part thereof.

2.8 Credit Towards Linkage Payment. If the City of Boston should hereafter impose, assess, or levy any excise or tax upon the Project, the proceeds of which are dedicated, in whole or in part, to the establishment of a fund for the purposes substantially the same as the purposes recited in Section 26-1 of Article 26 of the Boston Zoning Code, amounts payable hereunder by the Applicant shall be credited against such excise or tax; provided, however, that if such crediting shall not be legally

permissible to satisfy payment of such tax or excise, the obligations of the Applicant hereunder shall, to the extent of the amount of such tax or excise, thereupon cease and be of no further force and effect.

ARTICLE 3. RESIDENT CONSTRUCTION EMPLOYMENT PLAN

3.1 Boston Residents Construction Employment Standards. The Applicant shall submit a plan, to be known as a Boston Residents Construction Employment Plan to the Director which plan shall set forth in detail the Applicant's plans to ensure that its general contractor, and those engaged by said general contractor for construction of the Project on a craft by craft basis, meet the following Boston Residents Construction Standards: (1) at least 50 percent of the total employee workerhours in each trade shall be by bonafide Boston residents; (2) at least 25 percent of the total employee workerhours in each trade shall be by minorities; and (3) at least 10 percent of the total employee workerhours in each trade shall be by women. The Applicant shall include in the plan provisions for monitoring, compliance and sanctions. The Applicant shall submit the plan to the Director of the Authority prior to the issuance of a building permit for the first Building to be constructed.

3.2 Workerhours Defined. For purposes of this Article, workerhours shall include, without limitation, on-the-job-training and apprenticeship positions.

ARTICLE 4. EMPLOYMENT OPPORTUNITY PLAN

4.1 Employment Opportunity Plan. The Applicant shall formulate an Employment Opportunity Plan which shall provide for the Applicant's good faith efforts to achieve a goal that 50 percent of the permanent employment opportunities created by the Project shall be made available to Boston residents, including residents affected by the Project. The Applicant shall submit the plan to the Director of the Authority prior to the issuance of a building permit for the first Building to be constructed.

ARTICLE 5. LIABILITY

5.1 Scope of Applicant's Liability. The Authority agrees to look solely to the interest from time to time in each Linkage Building that is subject to this Agreement, whether owned by HBC or its successors or assigns (including, without limitation, mortgagees), as the case may be, for any claim against HBC or its successors or assigns arising under this Agreement in connection with such individual Buildings. Furthermore, but without limiting the foregoing, liability arising under this Agreement in connection with one of the Buildings shall be limited to the interest of HBC or its successors and assigns in such individual Building. In illustration, but not in limitation of the foregoing, if separate successors to HBC Associates (including, without limitation, mortgagees) each own one of the Buildings, then the owner of one Building shall have no liability for the Development Impact Project Exaction for the other Building and vice versa. Neither HBC nor any trustee, beneficiary, partner,

stockholder, manager, officer, director, agent or employee of HBC or its successors and assigns (including, without limitation, mortgagees) shall ever be personally or individually liable under this Agreement, nor shall HBC or any such trustee, beneficiary, partner, stockholder, manager, officer, director, agent or employee of HBC or its successors and assigns ever be answerable or liable beyond the extent of its or their interest in the applicable Building.

ARTICLE 6. MISCELLANEOUS PROVISIONS

6.1 Amendments; Law to be Applied. If the parties hereto agree hereafter to amend this Agreement, such amendment shall be in writing and executed by the parties thereto. This Agreement shall be governed by the laws of the Commonwealth of Massachusetts, and sets forth the entire agreement between the parties. This Agreement is binding and enforceable under contract law upon, and inures to the benefits of, the parties, their successors, assigns, and legal representatives, including, without limitation, any successor owner or owners of the improvements, and shall not be affected by any subsequent amendment or repeal of Article 26 of the Boston Zoning Code or court decision having the effect of an amendment or repeal of Article 26.

6.2 Capitalized Terms. The capitalized terms used herein without definition shall have the meanings ascribed in Article 2 or Article 26 of the Boston Zoning Code as in existence on the date hereof, unless otherwise provided.

6.3 Compliance with the Plan. The Authority hereby acknowledges approval of the Plan as voted by the Authority on _____, 1986 as to the development concept, permitted uses and density, but not as to a specific development program, that is not as to building locations, mass, height, other characteristics of individual buildings or uses, or the allocation of space to particular uses. The Authority also acknowledges that, prior to approving the Plan and pursuant to Section 26-3(1) of the Boston Zoning Code, the Authority found that the Plan conforms to the general plan for the City as a whole and that nothing in the Plan will be injurious to the neighborhood or otherwise detrimental to the public welfare. The Applicant hereby agrees to proceed with the Project substantially in accordance with the Plan.

6.4 The Authority and the Applicant acknowledge that this Agreement shall constitute the Development Impact Project Agreement required for the Project including for all individual Development Plan or Plans to be submitted in connection therewith. The parties acknowledge, however, that if the pending Article 26B of the Boston Zoning Code, as such Article was reviewed and approved by the Authority on January 23, 1986 ("Pending Article 26B"), is adopted, the Applicant will pay, in addition to the Linkage Payment, a Jobs Contribution Grant of \$1.00 per square foot of certain portions of the Project as calculated on the basis of Pending Article 26B. Such Jobs Contribution Grant, if made in the form of a money payment, shall be payable in accordance with the schedule indicated in Pending Article 26B, rather than over

the 12 year payment period herein applicable to the Linkage Payment.

6.5 Notice. All notices under this Agreement must be in writing and mailed to the parties at the following addresses:

Authority: Boston Redevelopment Authority
Director's Office
City Hall Square
Boston, MA 02201

With copies to: Boston Redevelopment Authority
Chief General Counsel
City Hall Square
Boston, MA 02201

Applicant: HBC Associates
470 Atlantic Avenue
Suite 810, 8th Floor
Boston, MA 02110
Attn: Mr. Lewis H. Spence

With copies to: Hale and Dorr
60 State Street
Boston, MA 02109
Attn: John D. Hamilton, Jr., Esq.

6.6 Satisfaction of Development Impact Project Requirements. The Authority hereby acknowledges that by executing this Agreement, the Applicant has satisfied the requirements of Section 26-3(2) of the Boston Zoning Code insofar as satisfaction of the requirements of that Section is a precondition to the granting, allowing, or adopting of a variance, conditional use permit, exception, or zoning map or text amendment with respect to the Applicant's development of the Project Site.

6.7 Titles. The captions of this Agreement, its articles and paragraphs throughout this document are intended solely to facilitate reading and referencing its provisions. Such captions shall not affect the meaning or interpretation of this Agreement.

6.8 Transfer of Interest. The Applicant shall have the right to assign, delegate, subcontract or transfer its rights and interests in all or a portion of the Project and under this Agreement provided the Applicant notify the Authority of any such assignment, delegation, subcontracting or transfer.

6.9 Knowledge of Laws. Applicant shall keep itself fully informed of all votes of the Authority, City ordinances, executive orders, and regulations, and state and federal law which in any manner affect the provisions of this Agreement. Applicant shall at all times observe and comply with said votes, ordinances, executive orders, regulations or laws, and shall protect and indemnify the City and the Authority, its officer, agents and employees against any claim or liability arising from or based upon violations of such ordinances, executive orders, regulations or laws, caused by any act or omission of the Applicant, its agents or employees.

In witness whereof the parties hereto have caused this instrument to be executed in their behalf by their respective officers and joint venturers thereunto duly authorized as of the day and year first above set forth.

Approved as to Form:

BOSTON REDEVELOPMENT AUTHORITY

By: _____
Stephen Coyle, Director

HBC ASSOCIATES

By: HT-Boston, Inc.

By: _____
Its:

By: Carpenter Properties, Inc.

By: _____
Its:

DEVELOPMENT REVIEW PROCEDURES

OFFICE OF THE

SECRETARY OF THE

MASSACHUSETTS DEVELOPMENT AUTHORITY

Paul J. Farnham, Chairman

Joseph J. Walsh, Vice-Chairman

John F. Murphy, Treasurer

Caroline J. Walsh, Vice-Treasurer

Richard F. Doherty, Secretary

Barry J. Walsh, Secretary

Stephen G. Walsh, Director

1988

DEVELOPMENT REVIEW PROCEDURES

CITY OF BOSTON

Raymond L. Flynn, Mayor

BOSTON REDEVELOPMENT AUTHORITY

Robert L. Farrell, Chairman

Joseph J. Walsh, Vice-Chairman

James K. Flaherty, Treasurer

Clarence J. Jones, Vice-Treasurer

Michael F. Donlan, Member

Kane Simonian, Secretary

Stephen Coyle, Director

1985

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INTRODUCTION

As the city's planning and development agency, the Boston Redevelopment Authority (BRA) functions as a coordinator for development projects and has direct responsibility for reviewing development proposals. The BRA's review authority covers a wide range of projects. Projects may require zoning review initiated by a request for a building or occupancy permit, review of financing mechanisms such as Chapter 121A, Commercial Area Revitalization Districts (CARDs), and Urban Development Action Grants (UDAGs), and review of proposals for publicly owned land.

The BRA reviews proposals for their overall viability and expected benefits to the city. Review criteria may vary depending on location, type, and size of the project. Design criteria include specifications for building height, massing, materials, and other guidelines to preserve Boston's history and character. Environmental concerns which are assessed include a project's impacts on sunlight, daylight, wind, groundwater, and air and water quality, both during construction and upon completion. Effects on surrounding neighborhoods, displacement, and community participation are also considered in the review process. Transportation review is concerned with the impacts of additional traffic, parking and loading, and examines proposed changes to rights-of-way or physical changes, encroachments on public space, curb cuts, and requirements of the Boston Air Pollution Control Commission, if applicable. Review criteria are included in the Zoning Code and planning documents.

This booklet outlines the BRA's review process, describes the sources which initiate the BRA's various review functions, outlines the stages of its review, and provides a comprehensive list of submission requirements and development review fees. Projects vary in size and complexity; therefore not all requirements are appropriate to all projects. For example, requests for zoning actions to construct a three-unit dwelling require a review quite different than that for a multi-story commercial project. The extent of the review is defined at an initial meeting between the developer and BRA staff.

BRA DEVELOPMENT REVIEW PROCEDURES

To evaluate the quality and appropriateness of a proposal based on objectives stated in plans, guidelines, and regulations governing development in Boston, the Boston Redevelopment Authority conducts a four-stage review process. This review is conducted by BRA staff from its design, development, planning, transportation, environmental, zoning, and engineering departments. The staff is assisted on a project by project basis by citizen advisory groups, professional associations, and other constituencies. The time-frame for development review and the sequence of phasing may vary depending on the complexity of the project.

Step One: DEVELOPMENT CONCEPT

Projects are either privately or publicly initiated and the first step in development review varies accordingly. For a privately initiated project, the developer contacts the BRA with a letter of interest which briefly describes the project. The BRA meets with the developer to discuss the development concept, government regulations and procedures, and submission requirements appropriate to the project from the comprehensive list included in this document.

Publicly initiated projects include the disposition or leasing of city- or BRA-owned property which, because of size and location, require development review by the BRA. At the request of the city for city-owned property or at its own behest for BRA-owned property, the BRA may prepare a developer's kit for a specific site, outlining the development concept and guidelines. A request for proposals to develop the site is usually publicly advertised. The applicants are interviewed and the proposals are reviewed by the BRA. For projects proposed in a neighborhood setting, community representatives are notified. Based on the evaluation, the BRA grants tentative designation to a developer for BRA-owned property, or for city-owned property recommends a developer to the Real Property Board or Public Facilities Commission. From this point on, publicly and privately initiated projects follow similar review procedures. In some cases for BRA-owned property, tentative designations will not be made until after schematic review.

Step Two: SCHEMATIC REVIEW

This review is intended to secure agreement on and approval of the basic development concept prior to extensive design development. At this stage, the developer submits schematic project materials requested by the BRA. BRA staff reviews the proposal and recommends revisions. The schematic design is subject to environmental review to determine microclimate and other impacts, and, if necessary, the project is changed to mitigate adverse impacts. During the schematic stage, various environmental impacts will be assessed, especially wind, sunlight and daylight. For large-scale projects, a draft environmental impact assessment report may be required. Acceptance by BRA staff of the schematic design initiates the next stage of review.

Step Three: DESIGN DEVELOPMENT

The third phase of review is intended to secure agreement on and approval of the final design prior to extensive and detailed work on the working drawings. At this stage, financing mechanisms are refined. Applications for government subsidy programs are prepared for publicly supported projects.

The developer submits design development materials as requested by the BRA. The materials are reviewed by BRA staff and, if necessary, modifications are requested. A final environmental review is conducted and a final environmental impact assessment report may be required.

At this stage, the BRA Board acts on development proposals to recommend appropriate zoning actions to the Zoning Commission and Board of Appeal, and to designate or recommend developers for public property. The public is invited to comment on projects. Based on BRA staff analyses and public comments, the Board recommends appropriate actions to other government entities and/or grants final designation of developers for BRA property. The timing of BRA Board actions with respect to the final designation of developers may vary. If final designation precedes any aspect of review, the developer is nonetheless bound to complete all requirements prior to the BRA's approval of contract documents.

The Zoning Commission and Board of Appeal consider the BRA's recommendations in their decisions. The Board of Appeal may condition its approval of a requested zoning action on final design review by the BRA. (Zoning Procedures, a booklet which complements this one, outlines the stages of zoning review.)

Step Four: CONTRACT DOCUMENTS

Prior to the issuance of a building permit by the Inspectional Services Department, the BRA reviews final working drawings and the selection of all building materials visible to the public. This review is intended to secure final agreement on and approval of the contract documents and the complete proposal.

During preparation of the contract documents, it is the developer's responsibility to notify the Authority and secure its approval of all changes from the approved design development drawings that are contemplated for site improvements, exterior facades, roofscape and interior public spaces. Progress drawings representing 50% completion of the contract documents may be required for review by the Authority.

Once contract documents have been approved and construction has begun, the only items subject to additional review will be requests for change orders in the construction. The developer must request permission to make changes from approved drawings, which may not be undertaken

final designations.

BRA REVIEW AUTHORITY

A project may require BRA review for three reasons: a request for a building or occupancy permit that requires zoning relief, the use of financing mechanisms, or the leasing or disposition of public property. One or more of these reasons may be applicable to an individual project and will initiate review by the Authority.

1. ZONING REVIEW

Zoning review is initiated by a request for a building or occupancy permit. If the application complies with the Building and Zoning Codes and with other city requirements, a permit is issued. If a project plan does not comply with the Zoning Code, permission to deviate from the Code may be sought by an exception, variance, conditional use permit, or special zoning designation. Following BRA staff review and Board recommendation, the Board of Appeal holds a public hearing and the zoning variance or conditional use permit may be approved.

Zoning Variances and Conditional Use Permits

To obtain a variance an applicant must demonstrate that special circumstances exist which make a property different from others in the district. The Zoning Code specifies which uses are conditional, as opposed to those which are specifically allowed or forbidden in a district. The applicant obtains a conditional use permit by demonstrating that the proposed use is suitable for its location and will not have a detrimental effect on the surrounding areas.

Special Zoning Designations

The Zoning Code defines several categories of special purpose overlay districts which include Planned Development Areas (PDAs) and Urban Renewal Areas (URAs) and Interim Planning Overlay Districts (IPODs). In these districts, the regulations specified for the base district apply, except when they are in conflict with the special regulations for a particular overlay district which then requires a special zoning designation. Special zoning designations require a zoning amendment in addition to other procedures and can be sought for PDAs and URAs.

o Planned Development Areas

PDA designation may be obtained for a project on a site of at least one acre. To effectuate a PDA designation, the BRA must approve a development plan, the Zoning Commission must adopt a map amendment, and the Board of Appeal must grant exceptions to the Zoning Code.

o Urban Renewal Subdistricts

An urban renewal subdistrict designation is only allowed within an already approved urban renewal project area. It is available only after the BRA is assured the proposal's zoning map amendment conforms with the area's urban renewal plan and with the specific requirements for development of the particular subdistrict.

o Interim Planning Overlay Districts

An Interim Planning Overlay District is a zoning mechanism used to control development while changes to the Zoning Code are being reviewed and debated. IPODs will prohibit the construction of new buildings inconsistent with the proposed Zoning Code changes.

The interim overlay zoning stays in place for only a limited time. If, during the interim period, the original zoning is changed, then the new zoning will control development at the end of the interim period. If no change occurs, the zoning reverts to the previously existing zoning.

Development Impact Projects

A request for a variance, conditional use permit, exception, and zoning map or text amendment triggers the need for Development Impact Project approval if the project is 100,000 square feet or more of commercial space. Developers of such projects are required to make a development impact payment to the Neighborhood Housing Trust or to contribute to the creation of low and moderate-income housing in the city.

Development Impact Project (DIP) Plans must be submitted to the BRA for staff review, and subsequently presented to the BRA Board at a public hearing. If the Board approves the plans, the developer enters into a Development Impact Project Exaction Agreement with the BRA. Under the requirements of the city's Zoning Code, the Board of Appeal and the Zoning Commission can not approve a project until the Authority certifies that a DIP Agreement has been executed.

2. REVIEW OF FINANCING MECHANISMS

The BRA has review authority for three types of financing mechanisms to be used to allow developments which provide public benefits to the city. These financing mechanisms include Chapter 121A, Commercial Area Revitalization Districts (CARDs), and Urban Development Action Grants (UDAGs).

Chapter 121A

Under M.G.L., Chapter 121A and Chapter 652 of the Acts of 1960, the BRA, with the approval of the Mayor, has the power to approve applications for the formation of non-profit, limited dividend or cooperative entities for the purpose of redevelopment in a blighted, open, decadent or substandard area. Chapter 121A essentially offers a tax incentive to build in a blighted area.

Chapter 121A provides for 15 years exemption from taxation on real and personal property. The corporation instead pays a Section 10 excise tax of 5 percent of gross income and \$10 per \$1000 of fair cash valuation to the Commonwealth of Massachusetts. Section 6A payments agreed upon by the corporation and the city are paid directly to the city. Following a BRA staff review, public hearing, and BRA Board approval, the application goes to the Mayor for approval.

Commercial Area Revitalization District

The BRA is responsible for administering the state-assisted grant program, Commercial Area Revitalization District (CARD). Through the CARD program, economic development incentives are made available to commercial and industrial enterprises for development projects and the leasing of new facilities.

To be eligible, a development project or leasing program must be located in a CARD. A CARD may be located in either neighborhoods or the downtown core. The incentives for commercial enterprises to locate in a CARD include below market interest rate Industrial Revenue Bonds, mortgage insurance on a portion of the total project financing, and a net income deduction and tax credit to be applied to state corporate excise taxes which are owed by a commercial enterprise certified as an eligible business facility by the State Job Incentive Bureau.

As the city planning agency, the BRA conducts a financial analysis to determine if the project requires an Industrial Revenue Bond to be economically feasible and if it fits into the CARD plan. Following staff review and approval, a letter of approval is sent to the Boston Industrial Development Finance Agency which issues and approves the Industrial Revenue Bond.

Urban Development Action Grants

An Urban Development Action Grants (UDAG) is a financing mechanism which assist developments requiring public assistance by supplementing the private investment. UDAGs are primarily used for leveraging private investment and job creation. To be eligible for a UDAG, the project must have definitive financial commitment by a private investor and must include housing and community development or economic activity. City of Boston policy stipulates that UDAG funds are made as loans rather than grants. The loan repayments are used for neighborhood economic development projects throughout the city.

The BRA plays a strong role in UDAGs in design and environmental review and the preparation of the UDAG proposal. The City Council gives final approval, prior to the Department of Housing and Urban Development submission.

3. REVIEW FOR THE LEASING AND DISPOSITION OF PUBLIC PROPERTY

The selling or leasing of public property may initiate development review by the BRA. For certain BRA and city-owned parcels; the BRA prepares developer kits which outline design and development guidelines. To formulate guidelines for some parcels, the BRA seeks the assistance of community groups and the Boston Society of Architects. The BRA then makes a request for proposals and reviews the submissions received. A tentative designation is recommended for the most appropriate proposal. The proposal is then subject to the extensive review process described on pages 2-4, similar to that of privately-initiated projects. At its completion, the developer is granted final designation.

MASS. ENVIRONMENTAL POLICY ACT
REVIEW AUTHORITY

The Massachusetts Environmental Policy Act (MEPA) requires the review and evaluation of projects to describe their environmental impact, and establishes a process for determining when Environmental Impact Reports (EIRs) are required. MEPA applies to projects directly undertaken by a state agency (including leases and transfers of property undertaken by an agency) and to privately-initiated projects requiring an agency permit or receiving financial assistance from an agency. Because the BRA is a redevelopment authority created by the Legislature, it falls under the jurisdiction of MEPA. Where the BRA acts only as the planning department for the city, such as in zoning matters and the disposition of city-owned land, MEPA does not apply.

Regulations implementing MEPA were promulgated by the Executive Office of Environmental Affairs (EOEA), which is also responsible for determining whether a project requires an EIR. These regulations establish a process whereby, for non-exempt projects, an Environmental Notification Form (ENF) is required to be filed with EOEA for public and agency review as the preliminary step in determining the need for an EIR. For activities or actions undertaken by an agency, the preparation of the ENF (and of the EIR, if subsequently required) is the responsibility of the agency itself. For private projects seeking state or BRA financial assistance or a permit (e.g., Chapter 121A approval), the project proponent is responsible for preparing the required documents.

In addition to describing the environmental review process, the MEPA regulations also establish categories of projects which automatically require the preparation of an EIR (categorical inclusions) and which are automatically excluded from filing an ENF (categorical exclusions). Specific rules of application are included in the regulations.

With respect to timing, the public/agency review period for ENF's is 20 days following publication in EOEA's Environmental Monitor of a notice of submission and availability of an ENF. Notices are published twice monthly, on approximately the 7th and the 21st of the month. The Secretary of Environmental Affairs then has 10 days in which to issue a certificate stating whether or not an EIR is required.

If an EIR is required, the process involves the preparation and circulation for review of a Draft EIR (the public/agency review period is 30 days following EOEA notice of availability of the EIR, with seven additional days for the Secretary to issue a statement on the adequacy of the Draft), preparation of the Final EIR responding to comments on the Draft, and circulation of the Final (again, a 30-day review period followed by seven days for the Secretary to issue a statement regarding the adequacy of the Final and its compliance with MEPA). Normally, the EIR process from beginning of the preparation of the EIR to final approval takes five to six months and considerably longer for major and complicated projects. The minimum time would be at least four months.

SUBMISSION REQUIREMENTS

Following is a comprehensive list of submission requirements. Developers of large projects, typically those greater than 100,000 square feet in size, would be required to provide much of this information. Smaller proposals would provide only the information appropriate to their context and complexity, as defined by the BRA. Financing mechanisms, such as Chapter 121A, CARD, and UDAG programs, have additional requirements which are defined in other booklets.

In addition to full-size scale drawings, 3 copies of a bound booklet containing all submission materials reduced to size 8½ x 11, except where otherwise specified, are required.

I. Applicant Information

A. Development Team

1. Names

- a. Developer (including description of development or Chapter 121A entity)
- b. Attorney
- c. Project consultants

2. Business address and telephone number for each

3. Designated contact for each

4. Description of current or formerly-owned developments in Boston

B. Legal Information

1. Legal judgements or actions pending concerning the proposed project

2. History of tax arrears on property owned in Boston by development team

3. Property Title Report including current ownership and purchase options of all parcels in the development site

II. Financial Information

A. Full disclosure of names and addresses of all financially involved participants and bank references

B. Nature of agreements for securing parcels not owned by prospective developer

C. Development Costs

1. Cost of land and buildings
2. Estimated hard construction cost, including demolition and site preparation
3. Estimated soft costs, including: professional fees, financing fees, construction loan interest, real estate taxes, and all other costs necessary to carry the project through the construction period
4. Estimated contingency amount

D. Operation

1. Anticipated income from rent or sales, including vacancy allowances
2. Anticipated operating expenses
3. Estimated real estate taxes including expected valuation
4. Anticipated financing structure, including any equity (including plans for syndication), mortgages, and terms of debt service
5. All preceding information for the first six years of operation, or until property is expected to be refinanced or sold
6. Depreciation and all other deductions indicating cash flow and returns for first six years on an after-tax basis

E. Additional financial information pertinent to Chapter 121A, CARD, and UDAG applications

III. Project Area

- A. Description of metes and bounds of project area
- B. For Chapter 121A, CARD, UDAG, statements of fact establishing the need and rationale for such a designation (as required in their procedures)

IV. Relocation Information

- A. Statement by applicant concerning applicability to project of any Federal or State Relocation Regulations, and Citation of Regulations believed applicable

- B. If Chapter 121A, 121B or Chapter 79A is applicable then a statement is required that relocation information and relocation plan will be submitted under separate cover in accordance with Chapter 121A, 121B or Chapter 79A requirements.
- C. For projects not covered by federal or state programs containing relocation regulations, the following information:
 - 1. Number of units in building(s) to be demolished or vacated
 - 2. Number of occupied units, by type, per building
 - 3. Tenure of occupants (owner/tenant/sub-tenant)
 - 4. Name and address of each occupant (owner or prime tenant)
 - 5. Information on size and monthly costs:
 - a. Residential unit - number of rooms, bedrooms, and monthly rent, indicating included utilities
 - b. Non-residential - gross square feet of area, number of floors, including ground floors and monthly rent, indicating included utilities
 - 6. Length of occupancy of current occupant in unit (and building if greater)
 - 7. Estimate of the total number of small businesses
 - 8. Number, if any, of minority households or businesses displaced
 - 9. Net increase or decrease in number of units:
 - a. Total number of housing units proposed
 - b. Reduction in rent controlled units

V. Project Design

A. Phase I Submission: Project Schematics

- 1. Written description of program elements and space allocation for each element
- 2. Neighborhood plan and sections at an appropriate scale (1" = 50' or larger) showing relationships of the proposed project to the neighborhood's:
 - a. massing
 - b. building height
 - c. scaling elements

- d. open space
 - e. major topographic features
 - f. pedestrian and vehicular circulation
 - g. land use
3. Black and white 8"x10" photographs of the site and neighborhood
 4. Sketches and diagrams to clarify design issues and massing options
 5. Eye-level perspective (reproducible line drawings) showing the proposal in the context of the surrounding area
 6. Aerial views of the project
 7. Site sections at 1" = 20' or larger showing relationships to adjacent buildings and spaces
 8. Site plan at an appropriate scale (1" = 20' or larger) showing:
 - a. General relationships of proposed and existing adjacent buildings and open space
 - b. Open spaces defined by buildings on adjacent parcels and across streets
 - c. General location of pedestrian ways, driveways, parking, service areas, streets, and major landscape features
 - d. Pedestrian, handicapped, vehicular and service access and flow through the parcel and to adjacent areas
 - e. Survey information, such as existing elevations, benchmarks, and utilities
 - f. Phasing possibilities
 - g. Construction limits
 9. Massing model at 1" = 100' for use in the Authority's downtown base model.
 10. Drawings at an appropriate scale (e.g., 1" = 8') describing architectural massing, facade design and proposed materials including:
 - a. Building and site improvement plans
 - b. Elevations in the context of the surrounding area
 - c. Sections showing organization of functions and spaces

11. Preliminary building plans showing ground floor and typical upper floor(s)
12. Proposed schedule for submission of design development materials

B. Phase II Submission: Design Development

1. Revised written description of project
2. Revised site sections
3. Revised site plan showing:
 - a. Relationship of the proposed building and open space to existing adjacent buildings, open spaces, streets, and buildings and open spaces across streets
 - b. Proposed site improvements and amenities including paving, landscaping, lighting and street furniture
 - c. Building and site dimensions, including setbacks and other dimensions subject to zoning requirements
 - d. Any site improvements or areas proposed to be developed by some other party (including identification of responsible party)
 - e. Proposed site grading, including typical existing and proposed grades at parcel lines
4. Dimensioned drawings at an appropriate scale (e.g., 1" = 8') developed from approved schematic design drawings which reflect the impact of proposed structural and mechanical systems on the appearance of exterior facades, interior public spaces, and roofscape including:
 - a. Building plans
 - b. Preliminary structural drawings
 - c. Preliminary mechanical drawings
 - d. Sections
 - e. Elevations showing the project in the context of the surrounding area as required by the Authority to illustrate relationships or character, scale and materials
5. Large-scale (e.g., 3/4" = 1'-0") typical exterior wall sections, elevations and details sufficient to describe specific architectural components and methods of their assembly
6. Outline specifications of all materials for site improvements, exterior facades, roofscape, and interior public spaces

7. A study model at an appropriate scale (e.g., 1" = 16', or as determined after review of schematic design) showing refinements of facade design
8. Eye-level perspective drawings showing the project in the context of the surrounding area
9. Samples of all proposed exterior materials
10. Complete photo documentation (35 mm color slides) of above components including major changes from initial submission to project approval

C. Phase III Submission: Contract Documents

1. Final written description of project
2. A site plan showing all site development and landscape details for lighting, paving, planting, street furniture, utilities, grading, drainage, access, service, and parking
3. Complete architectural and engineering drawings and specifications
4. Full-size assemblies (at the project site) of exterior materials and details of construction
5. Eye-level perspective drawings or presentation model that accurately represents the project, and a rendered site plan showing all adjacent existing and proposed structures, streets and site improvements
6. Site and building plan at 1" = 100' for Authority's use in updating its 1" = 100' photogrammetric map sheets

D. Phase IV Submission: Construction Inspection

1. All contract addenda, proposed change orders, and other modifications and revisions of approved contract documents which affect site improvements, exterior facades, roofscape, and interior public spaces shall be submitted to the Authority prior to taking effect.
2. Shop drawings of architectural components which differ from or were not fully described in contract documents

VI. BRA Environmental Impact Assessment

Whether or not a project comes within the purview of the Massachusetts Environmental Policy Act review requirements, the BRA may request all or several of the environmental analyses listed below. The extent of analyses required depends on the size, location, and complexity of the project.

A. Transportation/Traffic

1. Parking

- a. Number of spaces provided indicating public and private allocation**
- b. Reduction in parking from previous use of site**
- c. Proposal's impact on demand for parking**
- d. Parking plan, including layout, access, and size of spaces**
- e. Evidence of compliance with City of Boston parking freeze requirements**
- f. Description of measures to reduce parking demand**

2. Loading

- a. Number of docks**
- b. Location and dimension of docks**

3. Access

- a. Size and maneuvering space on-site or in public right-of-way**
- b. Access, curb cuts, and/or sidewalk changes required**

4. Vehicular Traffic

- a. Project vehicular traffic demand and generation (daily and peak-hours) and distribution**
- b. Circulation and access impacts on the local and regional street system and local intersections (traffic impact area), including capacity and level-of-service analyses**
- c. Modal split and vehicle occupancy analysis**

5. Public Transportation

- a. Location and availability of public transportation facilities**
- b. Usage and capacity of existing system**
- c. Peak-hour demand and capacity analysis**
- d. Measures to encourage use of public transportation**

6. Pedestrian Circulation
 - a. Demand and capacity analysis on project area sidewalks
 - b. Connections to public transportation station stops
 - c. Effect on pedestrian flows of project parking and servicing entrances and exits
- B. Wind (Information is required during the schematic design stage for build and no-build conditions.)
 1. Wind tunnel testing will be required for:
 - a. Any building higher than 150 feet
 - b. Any building 100 feet high and two times higher than the adjacent buildings
 - c. Other buildings which fall below these thresholds, but because of their context and particular circumstances would require wind tunnel testing
 2. Wind tunnel testing is to be conducted in two stages - Stage I Erosion Study and Stage II Hot Wire Testing. An erosion study (or equivalent methodology) must be conducted to determine potential problem areas and to identify appropriate placement of sensors for hot wire testing.
 3. Wind tunnel testing should be conducted according to the following criteria:
 - a. Results of wind tunnel testing should be consistently presented in miles per hour (mph).
 - b. Velocities should be measured at a scale equivalent to 4.5 to 5.0 feet above ground level.
 - c. The instrument should have a frequency response that is flat to 100 hertz and filters out any higher frequency (hot wire testing).
 - d. The expected one and two percent occurrence of hourly average, effective gust, and peak gust velocities should be reported (hot wire testing).
 - e. Erosion study data shall be presented in tabular form and graphically through photographs showing changes between build and no-build conditions.
 1. Wind directions from the sixteen compass points shall be used noting the percent or probability of occurrence of each direction on an annual basis.

2. Wind velocities for each direction shall include the intervals: 0-15 mph and every 5 mph interval from 15 to 40 mph inclusive.

f. Hot wire data shall be presented both in tabular form and graphically on a map to indicate velocity changes between build and no-build conditions.

1. The effective gust velocity can be computed by the formula: average hourly velocity plus $1.5 \times \text{root mean square (rms) variations about the average}$.

C. Shadow (Information should be provided during the schematic design stage.)

1. Shadow analysis plans should be submitted at a scale of $1' = 40'$ and $1'' = 100'$.
2. Shadow impact analysis must include net new shadows as well as existing shadows.
3. Initial shadow analyses must include shadow impacts for build and no-build conditions for the hours 9:00 a.m., 12:00 noon, and 3:00 p.m. conducted for four periods of the year at the vernal equinox, autumnal equinox, winter solstice, and summer solstice.
4. Shadow analyses also are to be conducted at 10:00 a.m., 11:00 a.m., 12:00 noon, 1:00 p.m., and 2:00 p.m. on October 21 and November 21, and must show the incremental effects of the proposed massing on proposed or existing public spaces including major pedestrian areas.
5. Additional shadow analyses may be required depending on the particular physical characteristics of the site including its solar orientation relative to public open spaces, pedestrian patterns and street patterns, and existing shadows in the area.

D. Daylight (Information should be provided during the schematic design stage.)

1. Daylight analysis for build and no-build should be conducted by measuring the percentage of skydome that is obstructed by a building.
 - a. Specific technique and graphic methodologies required for determining percent of obstructed skydome will be provided by the BRA.

E. Excavation and Landfill

1. Written description including amount and method of excavation, dredging and filling proposed, and the existence of blasting and pile driving

2. Analysis of sub-soil conditions, potential for ground movement and settlement during excavation, and impact on adjacent buildings and utility lines

F. Groundwater

1. List of measures used to ensure the groundwater levels will not be lowered during or after construction, if applicable
2. Engineering analysis of the impact of development on groundwater, surrounding structures, wooden piles and foundations

G. Solid and Hazardous Wastes/Materials

1. A list of any known or potential contaminants on site together with evidence of the recording with the Registry of Deeds of the disposal of hazardous wastes on the site, pursuant to the M.G.L., Chapter 21C, if applicable
2. Possible hazardous wastes generated
3. Existence of buried gas tanks on site
4. Estimate of potential trash generation and plans for disposal

H. Noise

1. Where appropriate, noise analyses to determine compliance with City of Boston regulations and applicable state and federal guidelines

I. Flood Hazard Zone/Wetlands

1. Where appropriate, determination of whether or not proposal falls within a Federal Flood Hazard Zone or requires a Wetlands Permit
2. If applicable, description of measures to minimize potential flood damage and to comply with city and federal flood hazard regulations and any Order of Conditions issued by the Boston Conservation Commission

J. Construction Impacts

1. Description of construction staging areas
2. Availability of construction worker parking
3. Potential dust generation and mitigation measures to control dust emissions
4. Permits from Air Pollution Control Commission for sand blasting, if appropriate

5. Potential noise impact and measures to minimize noise levels
 6. Truck traffic and access routes
 7. Pedestrian safety
- K. Historical Landmarks
1. Description of the project site location in proximity to a National or Massachusetts Register site or district or Landmark designated by the Boston Landmarks Commission
 2. Possible effects to the National or Massachusetts Register site or district or a Landmark designated by the Boston Landmarks Commission
- L. Air Quality
1. Impact on local air quality from additional traffic generated by the project, including identification of any location projected to exceed national or Massachusetts air quality standards
 2. Estimation of emissions from any parking garage constructed as part of the project
 3. Description and location of building/garage air intake and exhaust systems and evaluation of impact on pedestrians
- M. Utility Systems
1. Estimated water consumption and sewage generation from the project
 2. Description of the capacity and adequacy of water and sewer systems and an evaluation of the impacts of the project on these systems
 3. Identification of measures to conserve resources, including any provisions for recycling
- N. Energy
1. Description of energy requirements of the project and evaluation of project impacts on resources and supply
 2. Description of measures to conserve energy usage and consideration of feasibility of including solar energy provisions
- O. Water Quality
1. Description of impacts of the project on the water quality of Boston Harbor or other water bodies that could be affected by the project, if applicable

2. Description of mitigation measures to reduce or eliminate impacts on water quality

P. Solar Glare

1. Analysis of solar glare impact and solar heat gain analysis, if applicable

VII. Public Benefits

A. Employment plan including:

1. Estimated number of construction jobs
2. Estimated number of permanent jobs
3. Future tenant profile
4. Resident, minority and women hiring plan

B. Tax revenues, including existing annual taxes on property, estimated future annual taxes, and change in tax revenue

C. Chapter 121A payment

D. Purchase price for publicly-owned property

E. Development Impact Project Exaction

1. Housing Creation Exaction or Housing Payment Exaction

F. Child Care Plan

G. Other benefits

VIII. Regulatory Controls and Permits

A. Existing zoning requirements, calculations, and any anticipated zoning requests

B. Anticipated permits required from other local, state, and federal entities with a proposed application schedule

C. Employment contract compliance

D. For structures in National or Massachusetts Register Districts or sites individually listed on the National or Massachusetts Register of Historic Places, duplicates of parts I and II of the certification documents and applicable correspondence and permits

E. For projects requiring compliance with the Massachusetts Environmental Policy Act (MEPA), copies of the Environmental Notification Form, Certificate of the Secretary of Environmental Affairs, and Environmental Impact Report, if required

F. Other applicable environmental documentation

IX. Community Groups

- A. Names and addresses of project area owners, displacees, abutters, and also any community groups which, in the opinion of the applicant, may be substantially interested in or affected by the proposed project
- B. A list of meetings proposed and held with interested parties

Chapter 104 Fees

- a Application \$ 5,000
- a Amendments of application requiring a hearing and report \$ 5,000
- a Amendments of any kind not requiring a hearing \$ 2,000

CARD Project Review Fee

\$ 2,000

Developer Site

\$ 0-100

(varies depending on size of site and proposed development)

Developer Proposal Fee

\$ 0-7,500

(varies depending on site)

zoning Commission Fee

- a Annual subscription to Zoning Code Amendments \$ 10
- a Annual subscription to Zoning Code Amended Pages \$ 10
- a Zoning Code Text or Map Amendment Application \$ 75

(Advertising costs will also be paid by proponent and will vary according to length of ad)

Note: Fees for zoning and building code variances and appeals are paid directly to the Board of Appeals.

Not Applicable

FEES

The following is a list of fees for development projects. Most fees are not refundable except fees for reviewing developers' proposals for public parcels, which are partially refundable to unsuccessful applicants.

Bid Documents

o Site Preparation Contracts	\$ 100
o Property Management Contracts	\$ 100
o Operation of Parking Lots	\$ 100
o Rehabilitation Documents	\$ 100
o Demolition Contracts*	\$ 100

Chapter 121A Fees

o Application	\$ 5,000
o Amendments of application requiring a hearing and report	\$ 3,500
o Amendments of any kind not requiring a hearing	\$ 2,500

<u>CARD Project Review Fees</u>	\$ 2,500
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<u>Developer Kits</u>	\$ 0-100 (varies depending on size of site and proposed development)
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<u>Developer Proposal Fees</u>	\$ 0-7,500 (varies depending on site)
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Zoning Commission Fees

o Annual subscription to Zoning Code Amendments	\$ 10
o Annual subscription to Zoning Code Amended Pages	\$ 10
o Zoning Code Text or Map Amendment Application	\$ 225 (Advertising costs will also be paid by proponent and will vary according to length of ad)

Note: Fees for zoning and building code variances and appeals are paid directly to the Board of Appeal.

*Refundable

FACT SHEET
PIER 4, SOUTH BOSTON

Master Plan and Development Impact Project Plan
for
Planned Development Area
of Not Less Than Five Acres

Developer: The Boston Mariner Company, Inc., a Massachusetts real estate development and investment corporation owned by the Athanas family, owners of Anthony's Pier 4 Restaurant.

Site Description: A certain parcel of land owned by Anthony's Pier Four, Inc., and Pier Four, Inc., described by Exhibit A attached hereto and containing approximately 16.4 acres of which approximately 8.9 acres are pier and upland and approximately 7.5 acres are below water, and containing additionally a certain remnant parcel described by Exhibit B attached hereto and resulting from the narrowing and partial abandonment of Northern Avenue.

Architect: Kallmann, McKinnell & Wood, Architects, Inc., designers of the Boston City Hall and Hynes Auditorium Expansion, and winners of the designation AIA Firm of the Year in 1984.

Summary of Proposed Master Plan: A mixed-use development consisting of office, residential, hotel, retail space, a below-grade parking garage, recreational open space and marine-related uses. Anthony's Pier 4 Restaurant will continue to operate in its present location at the end of the pier. A site plan of the Project is attached hereto as Exhibit C.

Estimated Project Cost: \$350 to \$375 million, approximately \$21 million of which will be spent for infrastructure costs, including utilities, roadways, seawalls, deck repair, marina, Harborwalk promenades and landscaped open spaces, and \$55 million of which will be spent to construct all of the parking below grade.

Estimated Construction Time: Construction of the first phase is expected to begin in late 1987 and to be completed by early 1990. Subsequent phases are expected to occur during the period 1990 to 1995.

Development Impact Project Exaction: Pursuant to Section 26-3(2) of the Boston Zoning Code, The Boston Mariner Company will enter into a Development Impact Project Agreement to be responsible for a Development Impact Project Exaction. The total exaction is estimated to be approximately \$4 million. Linkage payments will be made in 12 annual installments.

General Description of Proposed Master Plan: The project is intended to extend Boston's downtown uses across the Fort Point Channel and thus accommodate the City's need for continued growth without adding to the development congestion downtown. The project is also intended to help the City meet the demand for more housing in the downtown neighborhoods, and to dramatically expand and improve public access to the Site. The developer will explore in good faith with appropriate city and state agencies mechanisms for providing moderate income home ownership on-site. Over 50% of the pier and upland area of the site will remain open.

To enhance the pedestrian environment all parking will be below grade and vehicular access will be restricted to the interior of the Site away from the water's edge.

The Master Plan features three major public open spaces which comprise over four acres and offer a variety of water views and water-related activity. A large plaza at the head of the marina will provide both a landing for water taxis and dramatic views of the harbor and skyline. A large entry court will feature a large pool full of activated sea water, bringing a sense of water close to Northern Avenue. A park-like promenade overlooking more marina slips and Boston Harbor will be located along the length of Pier 4 facing Commonwealth Pier.

Zoning: The site is currently zoned W-2, Waterfront Industrial, with a maximum floor area ratio ("FAR") of 2.0. The proposed Project will have a maximum FAR of 4.68 based upon the ratio of 1,800,000 square feet (not including parking) to the site's existing pier and upland area of approximately 8.9 acres or 384,994 square feet (such existing pier and upland area does not include the remnant parcel resulting from the narrowing of Northern Avenue, any other portions of narrowed Northern Avenue included within the PDA area or that area of the site which is below water). Because of the technical definitions of "floor area ratio" and "lot area" in the Boston Zoning Code, the construction of the street system and other public areas may result in increases in the FAR for the Project because such areas may be excluded from the "lot area" upon which FAR is finally calculated. Furthermore, in the event the project is subdivided, particular components of the project, analyzed separately, may have a higher FAR. (In this case, some components will also have a lower FAR.) The total development, (not including parking), however, will not exceed 1,800,000 square feet.

Because of the very substantial costs associated with the infrastructure for the Pier 4 project and the attendant devotion of substantial portions of the site to public open space, public facilities and waterfront related uses, it is necessary at this time to establish an approved Master Plan, upon which the Boston Mariner Company may rely, in order to ensure commitment to the uses and maximum density of the project and to ensure an orderly basis for proceeding with the planning and design of one or more detailed development plans for the site.

Public Benefits: The Pier 4 Project will generate approximately 1,200 person years of construction work and 3,000 permanent jobs, approximately \$4 million in linkage payments, and substantial new real estate taxes. The project will activate an underutilized waterfront site, promote the use of Boston's Inner Harbor for both recreation and transportation, extend the BRA's Harborpark Plan, and implement other important public design goals and guidelines. The Project will also provide substantial infrastructure and public amenities to the City, including a large plaza at the head of the marina, Harborwalk promenades which total approximately 2,000 linear feet, a marina and breakwater, a water taxi landing, a coastal cruise ship landing, public dinghy and provisioning docks, a new urban street, and a below-grade parking garage. In short, the Project will transform this area into a vital part of the City, will all aspects of the design reflecting the site's unique urban waterfront character.

PIER 4 MASTER PLAN
Application for PDA Designation

EXHIBIT A

Description of Site

That certain parcel of land, comprising upland, pier and submerged flats, with the improvements thereon situated in South Boston, Suffolk County, Massachusetts, bounded and described as follows:

NORTHERLY	by Boston Inner Harbor, 694.32 feet;
EASTERLY	by a certain parcel of land owned by the Commonwealth of Massachusetts (Massachusetts Port Authority) 1,094.56 feet;
SOUTHERLY	by a certain parcel of land owned by Paul's Lobster Company, 58.55 feet;
SOUTHEASTERLY	by that same parcel of land owned by Paul's Lobster Company, 6.43 feet;
EASTERLY	by a certain parcel of land owned by Haynes Realty Corp., 4.58 feet;
NORTHERLY	by that same parcel of land owned by Haynes Realty Corp., 72.95 feet;
WESTERLY	by that same parcel of land owned by Haynes Realty Corp.; 2.94 feet;
NORTHERLY	by that same parcel of land owned by Hayes Realty Corp.; 4.74 feet;
WESTERLY	by that same parcel of land owned by Haynes Realty Corp.; 37.76 feet;
SOUTHWESTERLY	by Northern Avenue, 648.83 feet;
WESTERLY	by a certain parcel of land owned by Pier 4, Inc. and comprising Pier 1, 2 and part of 3, a ground lease option for which is held by HBC Associates, 831.59 feet.

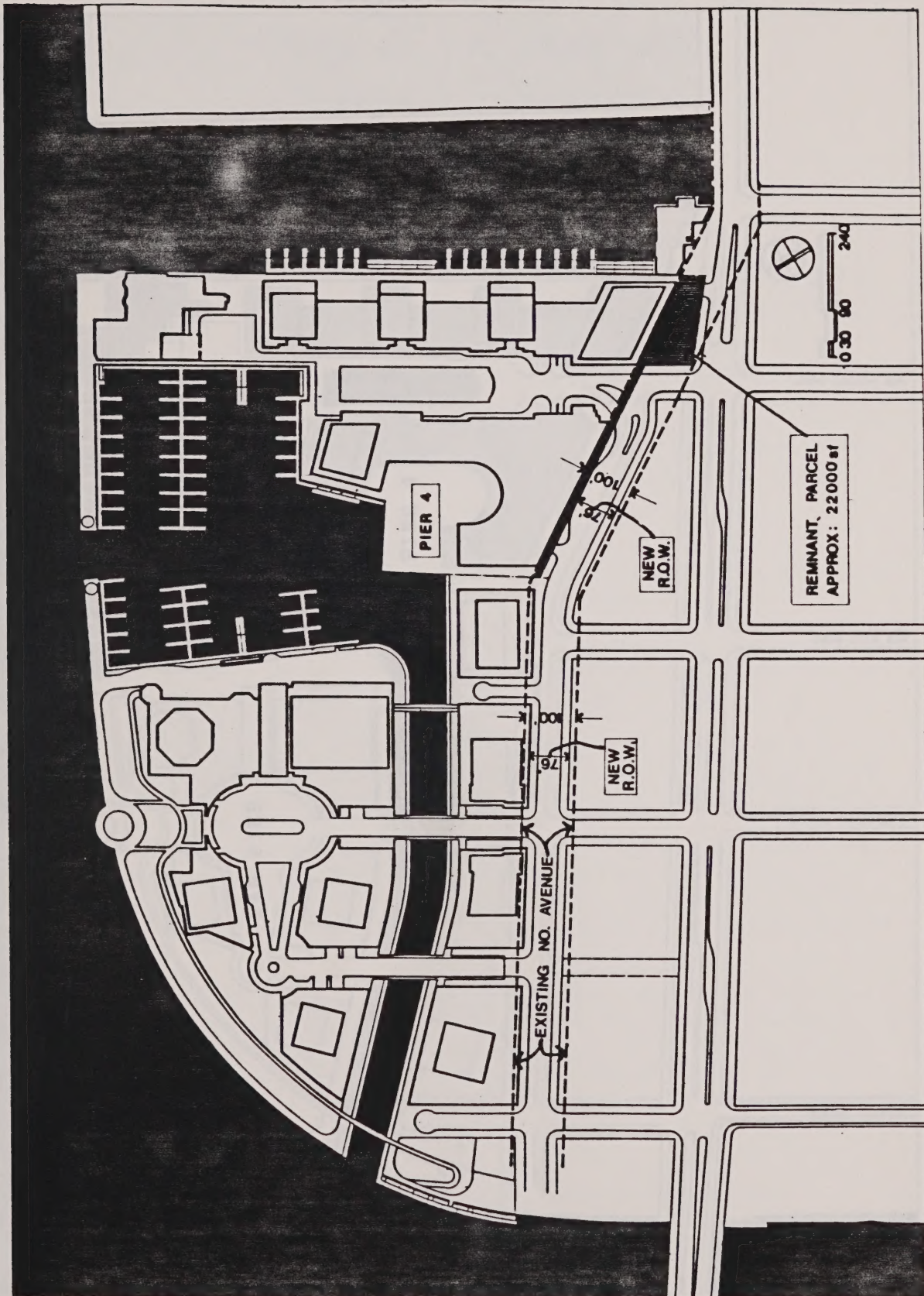
Containing approximately 712,832 square feet total, including approximately 385,994 square feet of upland and pier, and approximately 326,838 square feet of submerged flats.

Containing additionally a certain remnant parcel resulting from the narrowing and partial abandonment of Old Northern Avenue.

PIER 4 MASTER PLAN
Application for PDA Designation

EXHIBIT B

Northern Avenue Remnant Parcel



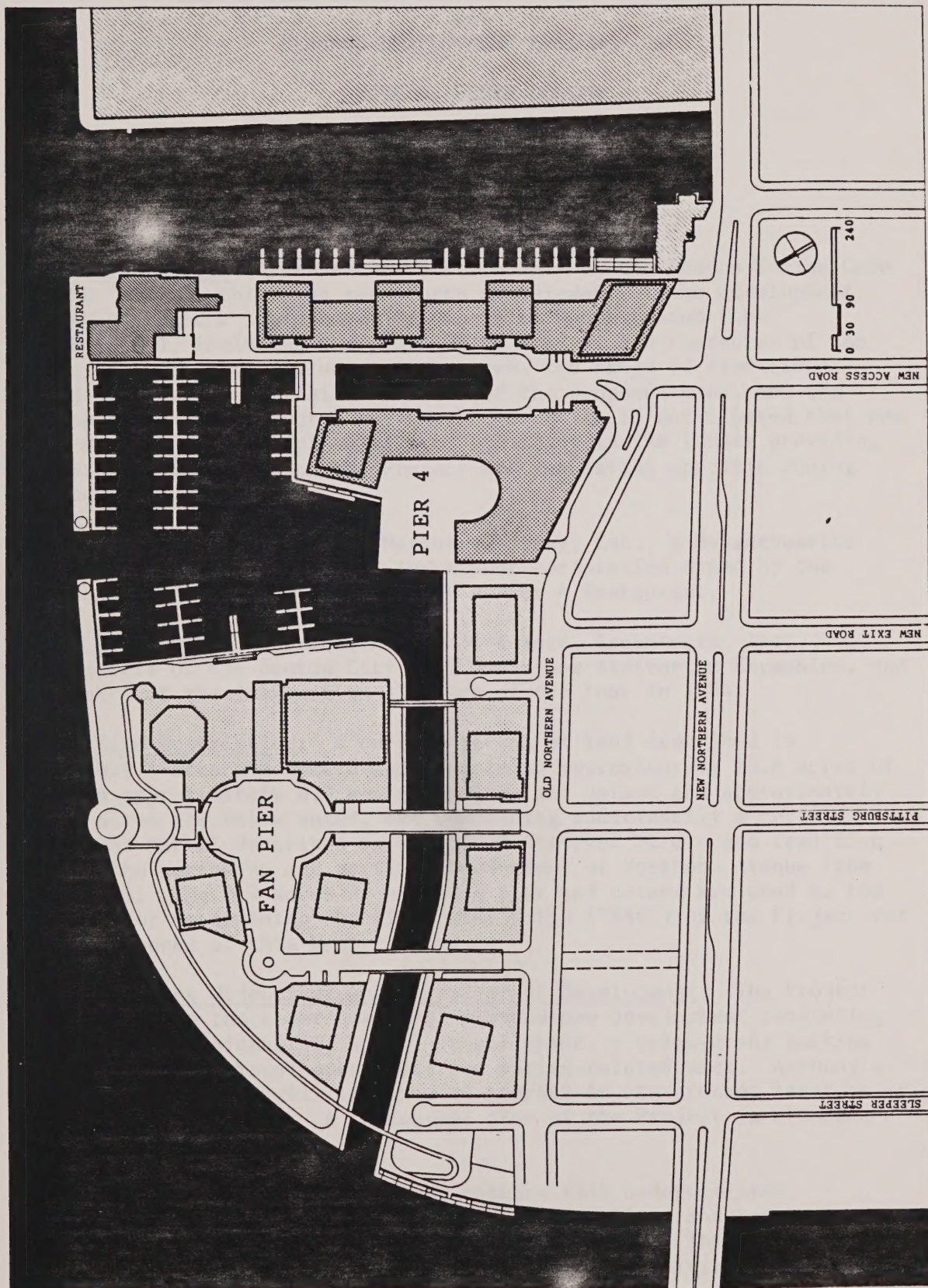
EXISTING NORTHERN AVE — PROPOSED RIGHT OF WAY

Note: Building location and dimensions are shown only to illustrate the Master Plan concept; approval of these aspects of the project will be sought in one or more subsequent PDA applications.

PIER 4 MASTER PLAN
Application for PDA Designation

EXHIBIT C

Project Site Plan



SITEPLAN

Note: Building locations and dimensions are shown only to illustrate the Master Plan concept; approval of these aspects of the Project will be sought in one or more subsequent PDA applications.

Boston Redevelopment Authority
February 12, 1986

**MASTER PLAN and DEVELOPMENT IMPACT PROJECT PLAN
for
PLANNED DEVELOPMENT AREA NO. 24**

PIER 4, SOUTH BOSTON

Generally Bounded by the Fan Pier,
Boston Harbor, Commonwealth Pier 5,
and Northern Avenue

Master Plan: Pursuant to Section 3-1A of the Boston Zoning Code (the "Code"), this Plan sets forth a statement of the development concept for the improvement of Pier 4 in South Boston (the "Project"), including the planning objectives and character of the Project, the proposed uses of the area, the range of dimensional requirements contemplated for each of the proposed uses, and the proposed phasing program for the Project. It is anticipated that one or more development plans will be submitted in the future providing further information on the Project and requesting specific zoning exceptions.

Developer: The Boston Mariner Company, Inc., a Massachusetts real estate development and investment corporation owned by the Athanas family, owners of Anthony's Pier 4 Restaurant.

Architect: Kallmann, McKinnell & Wood, Architects, Inc., designers of the Boston City Hall and Hynes Auditorium Expansion, and winners of the designation AIA Firm of the Year in 1984.

Site Description: A certain parcel of land described in Exhibit A attached hereto and containing approximately 16.4 acres of which approximately 8.9 acres are pier and upland and approximately 7.5 acres are below water, and containing additionally a certain remnant parcel described in Exhibit B attached hereto and resulting from the narrowing and partial abandonment of Northern Avenue (the "Site"). The 8.9 acres of existing pier and upland are used as the basis for determining the floor area ratio ("FAR") of the Project for the purposes of this Master Plan.

Planning Objectives and Character of Development: The Project will involve the construction of a mixed-use development consisting of office, residential, hotel, retail space, a below-grade parking garage, recreational open space and marine-related uses. Anthony's Pier 4 Restaurant will continue to operate in its present location at the end of the pier. A conceptual plan of the Project is attached hereto as Exhibit C.

The Project will animate and enhance this underutilized waterfront site, extend the BRA's Harborpark Plan, and complement and integrate with the adjacent Fan Pier development. The Project will provide substantial infrastructure and public amenities to the City,

including a large plaza at the head of the marina basin adjacent to the Fan Pier, Harborwalk promenades which total approximately 2,000 linear feet, a marina and breakwater, a water taxi landing, a coastal cruise ship landing, public dinghy and provisioning docks, a new urban street, and below-grade parking. All aspects of the Project will be designed to enhance the Site's unique urban waterfront character.

The Project is intended to extend Boston's downtown area across the Fort Point Channel and thus accommodate the City's need for continued physical growth without adding to development congestion in the financial district. The Project is also intended to help the City meet the demand for more housing in the downtown neighborhoods. The Boston Mariner Company is committed to exploring in good faith with appropriate city and state agencies mechanisms for providing moderate income home ownership on site including mortgage write-downs, public contributions to infrastructure, developer contributions, limited equity condominiums and other joint public-private efforts.

The Project will dramatically expand and improve public access to the Site. Over 50% of the pier and upland area of the Site will remain open. New marina and water transportation uses will activate the Site's substantial water acreage. Maritime exhibits related to the development of Boston Harbor and the history of the Site will be integrated with the design of various public open spaces, both interior and exterior.

Development of the Project will promote the use of Boston's Inner Harbor for both recreation and transportation. The proposed water-dependent and water-related uses reflect the public goals and guidelines established for waterfront development in the City.

The program will be accommodated in a number of buildings, the height and disposition of which will respect the bulkhead line of Boston Harbor, and create a variety of appealing public open spaces which enhance the experience of the waterfront. Vehicular access will be confined to the interior of the Site, away from the water's edge, and all parking spaces will be located below grade.

Proposed Uses: The Site will be used for office, residential, hotel, retail, parking, recreational, and water-dependent uses, including a marina, breakwater, landing for water taxi, landing for coastal cruise vessels, and public dinghy and provisioning docks.

Range of Dimensional Requirements Contemplated for Proposed Uses: Table 1 provides information on the approximate number of square feet of space to be devoted to various uses proposed in connection with the Project. This table includes information on the total area of the Site (not including the remnant parcel or other portions of present Northern Avenue), the extent of that portion of the Site presently above the water line ("Existing Land"), and the extent of land that is presently proposed to be building footprint and open space. Finally, Table 1 provides information on the percentage of Existing Land that will be devoted to various types of open space.

TABLE 1

Pier 4 Uses by Area

<u>Existing Conditions</u>	<u>Approx. Sq. Feet</u>	<u>Approx. Acres</u>	<u>Percentage of Existing Land (*)</u>
Total Site	712,832	16.4	
Existing Water	326,838	7.5	
Existing Land (*)	385,994	8.9	
<u>Developed Conditions</u>			
Built Footprint (**)	164,250	3.8	43%
Open Space	221,774	5.1	57%
<u>Uses</u>			
Residential	745,000		
Hotel	237,000		
Office	660,000		
Retail	95,000		
Parking	2,200 spaces		
<u>Open Space</u>			
Harborwalk Plus Plaza on Marina	135,000	3.1	35%
Entry Court	60,500	1.4	16%
Other Open Space	<u>26,250</u>	<u>.6</u>	<u>7%</u>
Open Space Total	221,750	5.1	57%
			===

(*) This figure comprising pier and upland is the basis for the overall Project FAR calculation. It does not include the area of the remnant parcel or other portions of present Northern Avenue.

(**) Includes footprint of existing restaurant.

Because of the very substantial costs associated with the Project's infrastructure, below-grade parking and devotion of more than half of the Site to open space, public facilities and marine-related uses, it is necessary at this time to establish an approved Master Plan, upon which the Boston Mariner Company can rely, in order to ensure commitment to the uses and density of the Pier 4 Project and to provide an orderly basis for proceeding with planning and design via one or more development plans for the Site following approval of this Master Plan.

Proposed Phasing of Construction: The Project is planned to be constructed in more than one phase. Tentative plans are for three phases. The first phase is hoped to include hotel, residential, office and retail space located at the head of the marina basin adjacent to the Fan Pier. The first phase will also include a large public plaza, approximately 1,200 parking spaces on four levels below grade, the breakwater, and initial development of the marina in the basin between Pier 4 and the Fan Pier. If adequate office absorption is indicated, the second phase will include the balance of the Project's office space, a small amount of retail space, and approximately 500 below-grade parking spaces. In this case, the third phase will comprise the remainder of the residential and retail square footage, approximately 500 below-grade parking spaces, and completion of the marina.

Estimated Construction Time: The Project will be constructed in one continuous build-out. Construction is expected to begin in late 1987, with the first phase of the Project completed by early 1990. It is estimated that the subsequent buildings will be constructed during the period 1990 to 1995. Each building may be financed independently of other buildings and the land on which each building is located may need to be considered as separate zoning lot capable of being mortgaged or conveyed as such. It is anticipated that a separate development plan will be submitted for each phase of development.

Development Impact Project Exaction: As required under Section 26-3 of the Code, the developer will enter into a Development Impact Project Agreement (the "DIP Agreement") with the Boston Redevelopment Authority and the Neighborhood Housing Trust (the "Trust"), or if the Trust has not been established at the time of execution of the DIP Agreement, with the Boston Redevelopment Authority acting on behalf of the Trust. The Development Impact Project Exaction (the "Linkage Payment") shall be made as (i) a Housing Payment Exaction, (ii) a Housing Creation Exaction which shall contribute to the creation of housing units for occupancy exclusively by low and moderate income residents of the City of Boston under the conditions specified in the DIP Agreement, or (iii) some combination of items (i) and (ii) above.

At the present time, it is estimated that total Linkage Payments for the Project will be approximately \$4,000,000, and that a portion of that amount will be specifically targeted to the Project's impact area as determined by applicable regulations. Linkage payments will be made in 12 annual installments with respect to each of the buildings to be located on the Site.

Zoning: The site is currently zoned W-2, Waterfront Industrial, with a maximum floor area ratio ("FAR") of 2.0. The proposed Project will have a maximum FAR of 4.68 based upon the ratio of 1,800,000 square feet (not including parking) to the site's existing pier and upland area of approximately 8.9 acres or 384,994 square feet (such existing pier and upland area does not include the remnant parcel resulting from the narrowing of Northern Avenue, any other portions of narrowed Northern Avenue included within the PDA area or that area of the site which is below water). Because of the technical definitions of "floor area ratio" and "lot area" in the Boston Zoning Code, the construction of the street system and other public areas may result in increases in the FAR for the Project because such areas may be excluded from the "lot area" upon which FAR is finally calculated. Furthermore, in the event the project is subdivided, particular components of the project, analyzed separately, may have a higher FAR. (In this case, some components will also have a lower FAR.) The total development (not including parking), however, will not exceed 1,800,000 square feet.

In order to construct the Project, it is anticipated that exception from the Code will be required including, without limitation, exceptions from the following Articles of the Code: Article 8 (Regulation of Uses), Article 15 (Building Bulk), Article 19 (Side Yards), Article 20 (Rear Yards), Article 21 (Setbacks), Article 23 (Off-Street Parking), and Article 24 (Off-Street Loading). Approval of these exceptions will be sought in one or more subsequent PDA development plan applications.

Projected Number of Employees: It is anticipated that the Project will generate approximately 1,200 person years of construction work and 3,000 permanent jobs.

Proposed Traffic Circulation: Vehicular access to the Site will be by way of an entry court which is the linear extension of the Northbound Seaport Access Exit Road. Pedestrian access to the Site will be by way of this entry court, and additionally by way of the Harborwalk promenade on the east side of the Pier.

Parking and Loading Facilities: Parking facilities for approximately 2,200 cars will be provided on four levels below-grade. Loading bays and other loading facilities will be provided as necessary.

Access to Public Transportation: The Site is located on the Boston Inner Harbor within approximately one-half mile of the Financial District. Walking times to both South Station and Aquarium Station are approximately 15 minutes. The Site will be served by the MBTA Red Line and Blue Line, by commuter and inter-city rail and bus service terminating at South Station, and by numerous MBTA bus routes terminating at South Station.

Public Benefits: In summary, the Pier 4 Project will generate approximately 1,200 person years of construction work and 3,000 permanent jobs, approximately \$4 million in linkage payments, and substantial new real estate taxes. The project will activate an underutilized waterfront site, promote the use of Boston's Inner Harbor for both recreation and transportation, extend the BRA's Harborpark Plan, and implement other important public design goals and guidelines. The Project will also provide substantial infrastructure and public amenities to the City, including a large plaza at the head of the marina, Harborwalk promenades which total approximately 2,000 linear feet, a marina and breakwater, a water taxi landing, a coastal cruise ship landing, public dinghy and provisioning docks, a new urban street, and a below-grade parking garage. In short, the Project will transform this area into a vital part of the City, will all aspects of the design reflecting the site's unique urban waterfront character.

PIER 4 MASTER PLAN
Application for PDA Designation

EXHIBIT A

Description of Site

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EASTERLY	by a certain parcel of land owned by Haynes Realty Corp., 4.58 feet;
NORTHERLY	by that same parcel of land owned by Haynes Realty Corp., 72.95 feet;
WESTERLY	by that same parcel of land owned by Haynes Realty Corp.; 2.94 feet;
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WESTERLY	by that same parcel of land owned by Haynes Realty Corp.; 37.76 feet;
SOUTHWESTERLY	by Northern Avenue, 648.83 feet;
WESTERLY	by a certain parcel of land owned by Pier 4, Inc. and comprising Pier 1, 2 and part of 3, a ground lease option for which is held by HBC Associates, 831.59 feet.

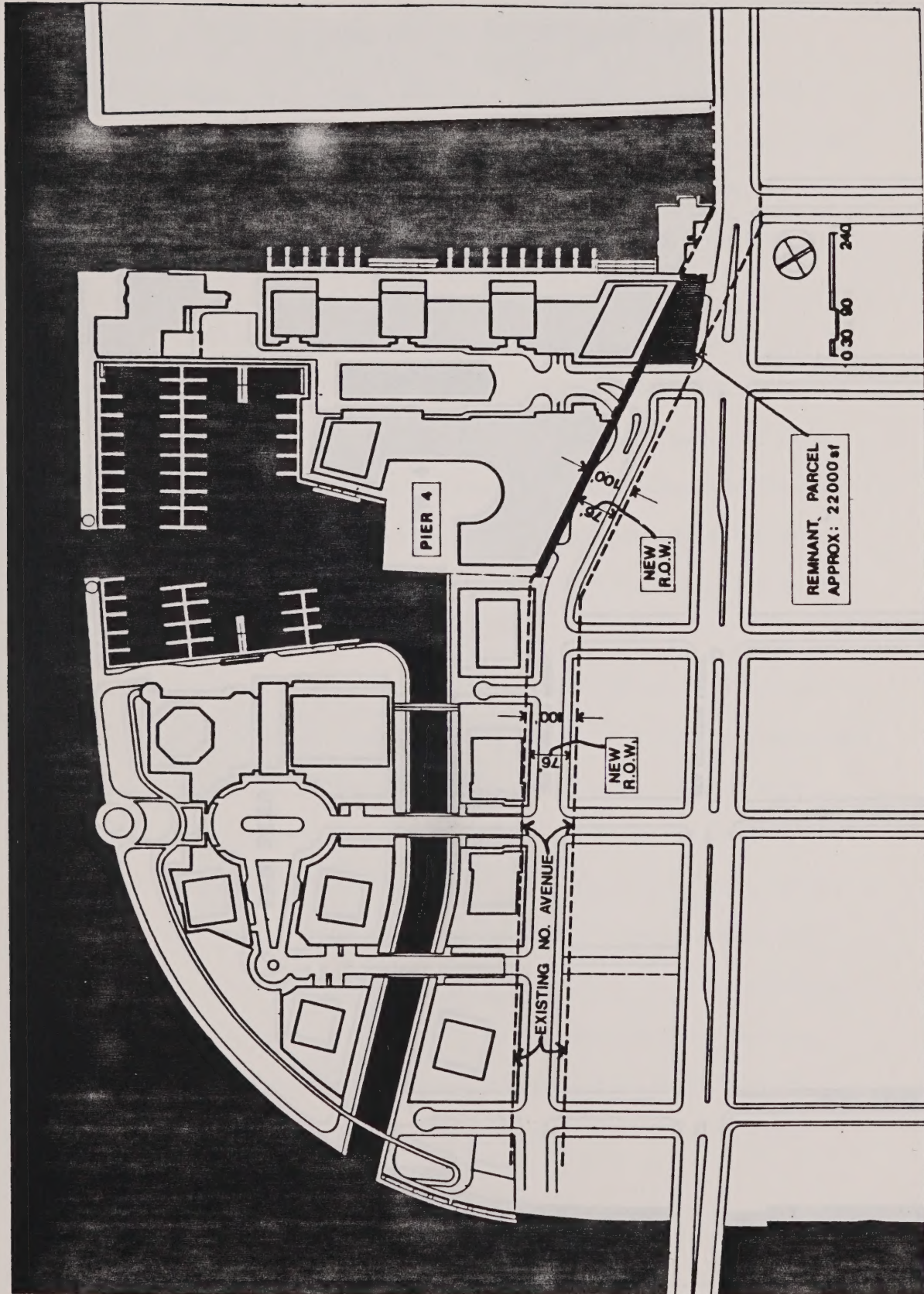
Containing approximately 712,832 square feet total, including approximately 385,994 square feet of upland and pier, and approximately 326,838 square feet of submerged flats.

Containing additionally a certain remnant parcel resulting from the narrowing and partial abandonment of Old Northern Avenue.

PIER 4 MASTER PLAN
Application for PDA Designation

EXHIBIT B

Northern Avenue Remnant Parcel



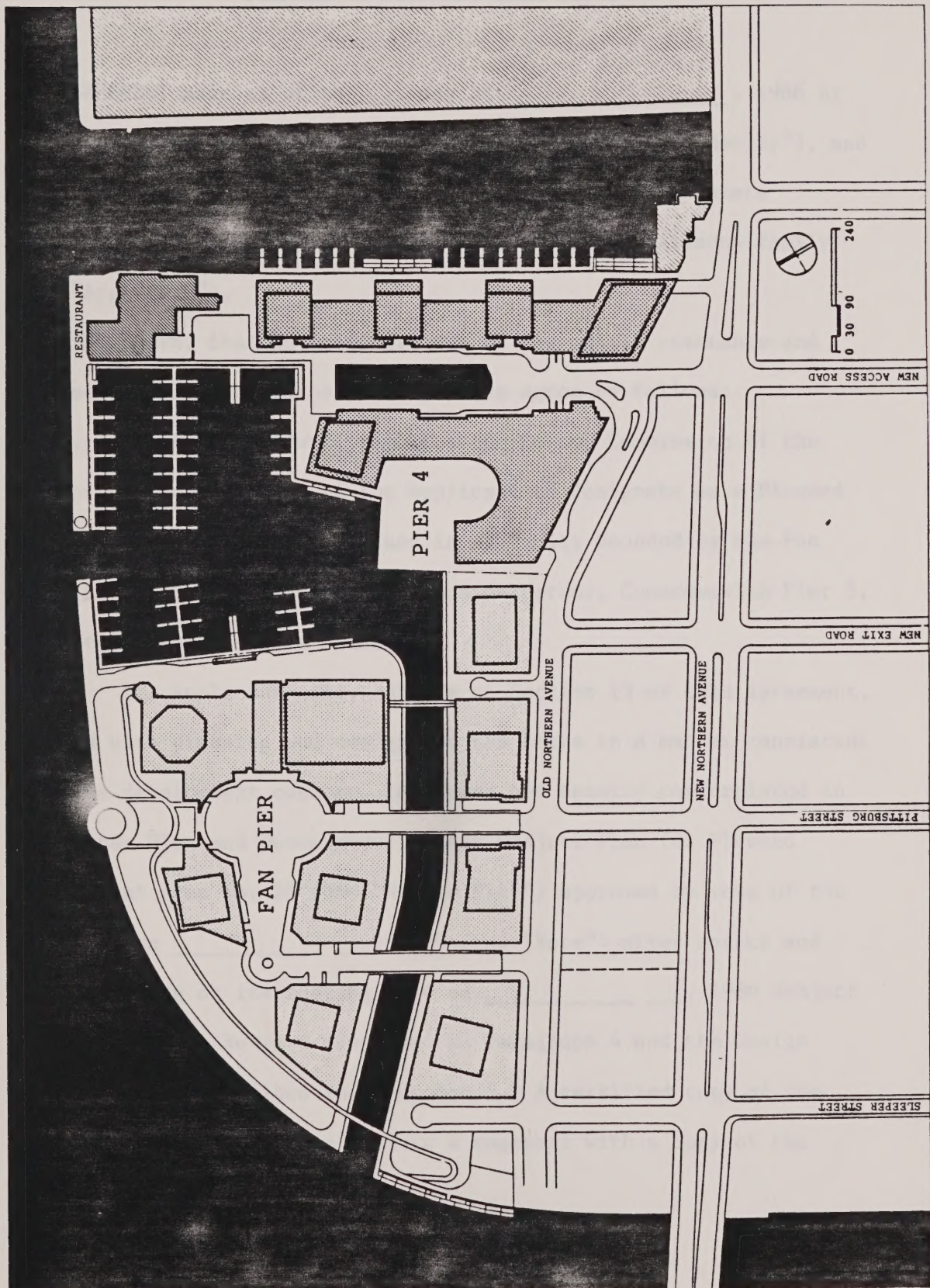
EXISTING NORTHERN AVE — PROPOSED RIGHT OF WAY

Note: Building location and dimensions are shown only to illustrate the Master Plan concept; approval of these aspects of the project will be sought in one or more subsequent PDA applications.

PIER 4 MASTER PLAN
Application for PDA Designation

EXHIBIT C

Project Site Plan



SITEPLAN

Note: Building locations and dimensions are shown only to illustrate the Master Plan concept; approval of these aspects of the Project will be sought in one or more subsequent PDA applications.

COOPERATION AGREEMENT

for

PLANNED DEVELOPMENT AREA NO. 24

AGREEMENT made as of the ____ day of _____, 1986 by and between the BOSTON REDEVELOPMENT AUTHORITY (the "Authority"), and THE BOSTON MARINER COMPANY, INC., a Massachusetts real estate development and investment corporation owned by the Athanas family (the "Applicant").

WITNESSETH, that in consideration of the mutual covenants and agreements herein contained, the parties agree as follows:

1. The Authority will petition the Zoning Commission of the City of Boston on behalf of the Applicant to designate as a Planned Development Area ("PDA") the land in said City bounded by the Fan Pier (Piers 1, 2, and part of 3), Boston Harbor, Commonwealth Pier 5, and Northern Avenue (the "Locus").
2. The Applicant will, subject to Section 13 of this Agreement, proceed with planning and design for the Locus in a manner consistent with the development concept, land uses and density contemplated in the Master Plan and Development Impact Project Plan for Planned Development Area No. 24 (the "Master Plan") approved by vote of the Authority on _____, 1986 (the "Vote") after notice and public hearing at its meeting held on _____, 1986 subject to Environmental Reviews described in Paragraph 4 and the Design Review Process described in Paragraph 5. A certified copy of the Vote is attached hereto as Exhibit A together with a copy of the Master Plan.

3. It is anticipated that the Applicant, acting pursuant to Section 3-1A of the Boston Zoning Code (the "Code"), will submit to the Authority for the Authority's approval one or more development plans for the Locus (the "Development Plans"). The Authority acknowledges that it has completed its design review only in connection with the Master Plan's development concept, permitted uses and density and that Development Plans will be submitted for Authority review and approval, including approval of a specific development program, i.e., the location, masses, heights or uses of specific buildings and the allocation of space to particular uses.

4. The Applicant will conduct any environmental reviews reasonably requested by the Authority ("Environmental Reviews") in accordance with the Authority's "Development Review Procedures" which is attached hereto as Exhibit B ("Development Review Procedures"). The applicant acknowledges that Environmental Reviews may include, without limitation, consideration of transportation/traffic, wind, shadows, sunlight, excavation and landfill, groundwater, solid and hazardous wastes/materials, noise, flood hazard zone/wetlands, construction impacts, historical landmarks, air quality, utility systems, energy, water quality and solar glare.

4A. The Applicant shall submit a transportation access plan to the Commissioner of Transportation and the Director of the Authority. The transportation access plan will identify construction, traffic, and parking impacts and specify mitigating measures that are satisfactory to the Commissioner of Transportation and the Director of the Authority.

5. The Applicant and the Authority hereby agree that the design review process required by the Development Plans to be observed by the parties ("Design Review Process") shall be as set forth in the Development Review Procedures, including reviews of the Development Concept, Schematic Review, Design Development and Contract Documents. The Applicant and the Authority hereby further agree that, as mutually agreed upon by the parties, the Design Review Process may be undertaken separately for each building, or for any group of buildings to be constructed on the Locus. Capitalized terms used and not defined herein shall have the meanings ascribed to them in the Design Review Process.

6. The Applicant has contracted with Kallmann McKinnell & Wood to provide design assistance and master planning for the Master Plan and related documentation.

7. Throughout the Design Review Process discussed in Section 5 above, it shall be the Applicant's responsibility to promptly notify the Authority of proposed changes to public lobbies and arcades visible from the exterior of buildings, to open spaces and landscaping and to exterior features of buildings from previously approved submissions (other than refinements or details generally consistent with such previously approved submissions), and to obtain approval from the Authority prior to incorporating them into the drawings and specifications. The Authority shall perform its functions under this provision promptly and with all reasonable dispatch, and shall use its best efforts to notify the Applicant of its approval or disapproval (and its reason therefor) of such changes within three (3) business days after receipt of such notice.

8. Once Contract Documents have been approved, the only further

submissions to be made by the Applicant to the Authority for review and approval hereunder will be contract addenda and requests for change orders in the construction of those items subject to the Design Review Process which differ from or were not fully described in the Contract Documents. The Authority shall perform its functions under this provision promptly and with all reasonable dispatch, and shall use its best efforts to notify the Applicant of its approval or disapproval of such submissions within five (5) business days after receipt thereof.

9. Except as otherwise provided herein, the Authority will review and act upon the submissions required by the Design Review Process in the manner set forth in this Section 9. If the Authority finds any such submission(s) inconsistent with the previous submissions, it shall notify the Applicant of the respects in which the same is deemed to be inconsistent. If the Authority finds the submission(s) consistent, it shall so notify the Applicant and indicate the same thereon. The Authority shall perform its functions under this Agreement promptly and with all reasonable dispatch, and shall use its best efforts to notify the Applicant of its approval or disapproval and its reasons therefor of such submissions within ten (10) business days after receipt thereof. The Authority may waive such of its procedures and requirements as it deems appropriate.

10. The Authority will, once Development Plans for respective portions of the Locus have been approved, informally advise the Applicant concerning, and will actively cooperate with and publicly support, the Applicant's efforts to obtain from the appropriate

municipal, state and federal bodies and agencies all such permits, licenses and approvals and exceptions, variances, and other departures from the normal application of the applicable zoning and building codes and other ordinances and statutes which may be necessary in order to carry out the development of the Locus in the most expeditious and reasonable manner.

11. The Authority acknowledges that the Applicant will rely on the Authority's approval of the development concept, land uses and density contemplated in the Master Plan (the Applicant acknowledges that such approval does not constitute approval of specific Development Plans) during the preparation and submission of Development Plans, and in connection with other planning, design, financing and construction of the Project. The Authority also acknowledges that the Applicant will expend considerable time, effort and financial resources to produce Development Plans and to construct the infrastructure required in connection with the Project. Although Section 3-1A of the Code provides that no work can proceed on a project on the basis of an approved master plan unless and until a subsequent development plan for the proposed work has been approved by the Authority and the Zoning Commission, the Authority acknowledges that if such Development Plans are consistent with the development concept, land uses and density contemplated in the Master Plan, and subject to the Applicant's cooperation with the Authority in its Design Review Process and Environmental Review, then the Authority will expeditiously process the Development Plans submitted by the Applicant and publicly support the approved Development Plans.

12. After construction has commenced on the Locus, and provided that work within the PDA has commenced and is diligently proceeding, the Authority will, within 30 days of a request by the Applicant, file with the Building Commissioner of the City of Boston a certificate pursuant to Section 6A-1 of the Code indicating that work within the PDA has commenced and is diligently proceeding.

13. If, in the future, the Applicant shall, in its reasonable judgement, determine that it has become infeasible to proceed with the whole or a portion of the approved Master Plan or any approved Development Plans, then in such case and after substantiation by the Applicant deemed adequate by the Authority of the reasons for not being able to proceed, the Authority shall cooperate with the Applicant to modify, alter, amend or revoke its previous designation or votes in order to allow the Applicant the opportunity to reasonably develop the land that it owns or leases. If the parties acting in good faith cannot agree as to an appropriate alteration, modification or amendment to the Master Plan or any approved Development Plans, if the Applicant so requests, the Authority agrees to promptly take necessary steps to revoke the PDA designation for all or any portion of the Locus.

14. The Authority hereby acknowledges approval of the Master Plan as voted by the Authority on _____, 1986 as to the development concept, permitted uses, and density, but not as to a specific development program, that is not as to building locations, mass, height, other characteristics of individual buildings or uses, or the allocation of space to particular uses. The Authority also

acknowledges that, prior to approving the Master Plan and pursuant to Section 26-3 (1) of the Boston Zoning Code, the Authority found that the Master Plan conforms to the general plan for the City as a whole and that nothing in the Master Plan will be injurious to the neighborhood or otherwise detrimental to the public welfare.

15. The Applicant shall submit a plan, to be known as a Boston Residents Construction Employment Plan to the Director of the Authority which plan shall set forth in detail the Applicant's plans to ensure that its general contractor, and those engaged by said general contractor for construction of the proposed development on the Locus on a craft by craft basis, meet the following Boston Resident Constructions Standards: (1) at least 50 percent of the total employee workerhours in each trade shall be by bonafide Boston residents; (2) at least 25 percent of the total employee workerhours in each trade shall be by minorities; and (3) at least 10 percent of the total employee workerhours in each trade shall be by women. The Applicant shall include in the plan provisions for monitoring, compliance and sanctions. The Applicant shall submit the plan to the Director of the Authority prior to issuance of a building permit for the first building to be constructed. For purposes of this Section 15, workerhours shall include, without limitation, on-the-job-training and apprenticeship positions.

16. The Applicant shall formulate an Employment Opportunity Plan which shall provide for the Applicant's good faith efforts to achieve a goal that 50 percent of the permanent employment opportunities created by the Project shall be made available to Boston residents, including residents affected by proposed development on the Locus.

The Applicant shall submit the plan to the Director of the Authority prior to issuance of a building permit for the first building to be constructed.

17. This Agreement shall be binding upon and enforceable against the successors and assigns of the parties hereto, it being understood and agreed that the Applicant shall have a right to transfer or assign its rights and interests in all or a portion of the Locus and under this Agreement. The Authority agrees to look solely to the interest from time to time in each building to be constructed on the Locus, whether owned by the Applicant or its successors and assigns (including, without limitation, mortgagees), as the case may be, for any claim against the Applicant or its successors and assigns arising under this Agreement in connection with such building or buildings. Furthermore, but without limiting the foregoing, liability arising under this Agreement in connection with one of the buildings to be constructed on the Locus shall be limited to the interest of the Applicant or its successors and assigns (including, without limitation, mortgagees) in such individual building. In illustration, but not in limitation of the foregoing, if separate successors to the Applicant each own one of the buildings to be constructed on the Locus, then the owner of one such building shall have no liability under this Agreement in connection with the other such building. Neither the Applicant nor any trustee, beneficiary, partner, stockholder, manager, officer, director, agent, or employee of the Applicant or its successors and assigns shall ever be personally or individually liable under this agreement nor shall the

Applicant or any such trustee, beneficiary, partner, stockholder, manager, officer, director, agent or employee of the Applicant or its successors and assigns ever be answerable or liable in any equitable proceeding or order beyond the extent of its or their interest in the applicable building or buildings.

Approved as to Form:

BOSTON REDEVELOPMENT AUTHORITY

By: _____

THE BOSTON MARINER COMPANY, INC.

By: _____

President

PIER 4 MASTER PLAN
Cooperation Agreement

EXHIBIT A

Certified Copy of the Vote,
Master Plan & Development Impact Project Plan

DEVELOPMENT REVIEW PROCEDURES

CITY OF BOSTON
Raymond L. Flynn, Mayor

BOSTON REDEVELOPMENT AUTHORITY
Robert C. Farrell, Chairman
Joseph J. Walsh, Vice-Chairman
James R. Flaherty, Treasurer
Clarence J. Jones, Vice-Treasurer
Michael R. Donlan, Member
Rene Simonian, Secretary
Stephen Coyis, Director

1985

EXHIBIT B

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DEVELOPMENT REVIEW PROCEDURES

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INTRODUCTION

As the city's planning and development agency, the Boston Redevelopment Authority (BRA) functions as a coordinator for development projects and has direct responsibility for reviewing development proposals. The BRA's review authority covers a wide range of projects. Projects may require zoning review initiated by a request for a building or occupancy permit, review of financing mechanisms such as Chapter 121A, Commercial Area Revitalization Districts (CARDs), and Urban Development Action Grants (UDAGs), and review of proposals for publicly owned land.

The BRA reviews proposals for their overall viability and expected benefits to the city. Review criteria may vary depending on location, type, and size of the project. Design criteria include specifications for building height, massing, materials, and other guidelines to preserve Boston's history and character. Environmental concerns which are assessed include a project's impacts on sunlight, daylight, wind, groundwater, and air and water quality, both during construction and upon completion. Effects on surrounding neighborhoods, displacement, and community participation are also considered in the review process. Transportation review is concerned with the impacts of additional traffic, parking and loading, and examines proposed changes to rights-of-way or physical changes, encroachments on public space, curb cuts, and requirements of the Boston Air Pollution Control Commission, if applicable. Review criteria are included in the Zoning Code and planning documents.

This booklet outlines the BRA's review process, describes the sources which initiate the BRA's various review functions, outlines the stages of its review, and provides a comprehensive list of submission requirements and development review fees. Projects vary in size and complexity; therefore not all requirements are appropriate to all projects. For example, requests for zoning actions to construct a three-unit dwelling require a review quite different than that for a multi-story commercial project. The extent of the review is defined at an initial meeting between the developer and BRA staff.

BRA DEVELOPMENT REVIEW PROCEDURES

To evaluate the quality and appropriateness of a proposal based on objectives stated in plans, guidelines, and regulations governing development in Boston, the Boston Redevelopment Authority conducts a four-stage review process. This review is conducted by BRA staff from its design, development, planning, transportation, environmental, zoning, and engineering departments. The staff is assisted on a project by project basis by citizen advisory groups, professional associations, and other constituencies. The time-frame for development review and the sequence of phasing may vary depending on the complexity of the project.

Step One: DEVELOPMENT CONCEPT

Projects are either privately or publicly initiated and the first step in development review varies accordingly. For a privately initiated project, the developer contacts the BRA with a letter of interest which briefly describes the project. The BRA meets with the developer to discuss the development concept, government regulations and procedures, and submission requirements appropriate to the project from the comprehensive list included in this document.

Publicly initiated projects include the disposition or leasing of city- or BRA-owned property which, because of size and location, require development review by the BRA. At the request of the city for city-owned property or at its own behest for BRA-owned property, the BRA may prepare a developer's kit for a specific site, outlining the development concept and guidelines. A request for proposals to develop the site is usually publicly advertised. The applicants are interviewed and the proposals are reviewed by the BRA. For projects proposed in a neighborhood setting, community representatives are notified. Based on the evaluation, the BRA grants tentative designation to a developer for BRA-owned property, or for city-owned property recommends a developer to the Real Property Board or Public Facilities Commission. From this point on, publicly and privately initiated projects follow similar review procedures. In some cases for BRA-owned property, tentative designations will not be made until after schematic review.

Step Two: SCHEMATIC REVIEW

This review is intended to secure agreement on and approval of the basic development concept prior to extensive design development. At this stage, the developer submits schematic project materials requested by the BRA. BRA staff reviews the proposal and recommends revisions. The schematic design is subject to environmental review to determine microclimate and other impacts, and, if necessary, the project is changed to mitigate adverse impacts. During the schematic stage, various environmental impacts will be assessed, especially wind, sunlight and daylight. For large-scale projects, a draft environmental impact assessment report may be required. Acceptance by BRA staff of the schematic design initiates the next stage of review.

Step Three: DESIGN DEVELOPMENT

The third phase of review is intended to secure agreement on and approval of the final design prior to extensive and detailed work on the working drawings. At this stage, financing mechanisms are refined. Applications for government subsidy programs are prepared for publicly supported projects.

The developer submits design development materials as requested by the BRA. The materials are reviewed by BRA staff and, if necessary, modifications are requested. A final environmental review is conducted and a final environmental impact assessment report may be required.

At this stage, the BRA Board acts on development proposals to recommend appropriate zoning actions to the Zoning Commission and Board of Appeal, and to designate or recommend developers for public property. The public is invited to comment on projects. Based on BRA staff analyses and public comments, the Board recommends appropriate actions to other government entities and/or grants final designation of developers for BRA property. The timing of BRA Board actions with respect to the final designation of developers may vary. If final designation precedes any aspect of review, the developer is nonetheless bound to complete all requirements prior to the BRA's approval of contract documents.

The Zoning Commission and Board of Appeal consider the BRA's recommendations in their decisions. The Board of Appeal may condition its approval of a requested zoning action on final design review by the BRA. (Zoning Procedures, a booklet which complements this one, outlines the stages of zoning review.)

Step Four: CONTRACT DOCUMENTS

Prior to the issuance of a building permit by the Inspectional Services Department, the BRA reviews final working drawings and the selection of all building materials visible to the public. This review is intended to secure final agreement on and approval of the contract documents and the complete proposal.

During preparation of the contract documents, it is the developer's responsibility to notify the Authority and secure its approval of all changes from the approved design development drawings that are contemplated for site improvements, exterior facades, roofscape and interior public spaces. Progress drawings representing 50% completion of the contract documents may be required for review by the Authority.

Once contract documents have been approved and construction has begun, the only items subject to additional review will be requests for change orders in the construction. The developer must request permission to make changes from approved drawings, which may not be undertaken

until such approval has been obtained. Site visits may be conducted to ensure construction of the project is in accordance with the contract documents. After review of the project by BRA staff, a certificate of completion will be approved by the Board, certifying that the project has been completed according to the terms of the Authority's tentative and final designations.

1. ZONING REVIEW

Zoning review is initiated by a request for a building or occupancy permit. If the application complies with the Building and Zoning Codes and with other city requirements, a permit is issued. If a project does not comply with the Zoning Code, permission is denied from the Code may be sought by an exception, variance, conditional use permit, or special zoning designation. Following BRA staff review and Board recommendation, the Board of Appeal holds a public hearing and the zoning variance or conditional use permit may be approved.

Zoning Variance and Conditional Use Permits

To obtain a variance an applicant must demonstrate that special circumstances exist which make a property different from others in the district. The Zoning Code specifies which uses are conditional, as opposed to those which are specifically allowed or forbidden in a district. The applicant obtains a conditional use permit by demonstrating that the proposed use is suitable for its location and will not have a detrimental effect on the surrounding areas.

Special Zoning Designations

The Zoning Code defines several categories of special purpose overlay districts which include Planned Development Areas (PDAs) and Urban Renewal Areas (URAs) and Interim Planning Overlay Districts (IPODs). In these districts, the regulations specified for the base district apply, except when they are in conflict with the special regulations for a particular overlay district which then requires a special zoning designation. Special zoning designations require a zoning amendment in addition to other procedures and can be sought for PDAs and URAs.

a. Planned Development Areas

PDA designation may be sought for a project on a site or in what will be a new development. To effectuate a PDA designation, the BRA must approve a development plan, the Zoning Code must be amended to add a new ordinance, and the Board of Appeal must grant a variance to the Zoning Code.

a. Urban Renewal Subdistricts

An urban renewal subdistrict is designated in an ordinance which is adopted by the BRA. It is a plan for the future development of the area. The BRA must approve a development plan, the Zoning Code must be amended to add a new ordinance, and the Board of Appeal must grant a variance to the Zoning Code.

BRA REVIEW AUTHORITY

A project may require BRA review for three reasons: a request for a building or occupancy permit that requires zoning relief, the use of financing mechanisms, or the leasing or disposition of public property. One or more of these reasons may be applicable to an individual project and will initiate review by the Authority.

1. ZONING REVIEW

Zoning review is initiated by a request for a building or occupancy permit. If the application complies with the Building and Zoning Codes and with other city requirements, a permit is issued. If a project plan does not comply with the Zoning Code, permission to deviate from the Code may be sought by an exception, variance, conditional use permit, or special zoning designation. Following BRA staff review and Board recommendation, the Board of Appeal holds a public hearing and the zoning variance or conditional use permit may be approved.

Zoning Variances and Conditional Use Permits

To obtain a variance an applicant must demonstrate that special circumstances exist which make a property different from others in the district. The Zoning Code specifies which uses are conditional, as opposed to those which are specifically allowed or forbidden in a district. The applicant obtains a conditional use permit by demonstrating that the proposed use is suitable for its location and will not have a detrimental effect on the surrounding areas.

Special Zoning Designations

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o Planned Development Areas

PDA designation may be obtained for a project on a site of at least one acre. To effectuate a PDA designation, the BRA must approve a development plan, the Zoning Commission must adopt a map amendment, and the Board of Appeal must grant exceptions to the Zoning Code.

o Urban Renewal Subdistricts

An urban renewal subdistrict designation is only allowed within an already approved urban renewal project area. It is available only after the BRA is assured the proposal's zoning map amendment conforms with the area's urban renewal plan and with the specific requirements for development of the particular subdistrict.

o Interim Planning Overlay Districts

An Interim Planning Overlay District is a zoning mechanism used to control development while changes to the Zoning Code are being reviewed and debated. IPODs will prohibit the construction of new buildings inconsistent with the proposed Zoning Code changes.

The interim overlay zoning stays in place for only a limited time. If, during the interim period, the original zoning is changed, then the new zoning will control development at the end of the interim period. If no change occurs, the zoning reverts to the previously existing zoning.

Development Impact Projects

A request for a variance, conditional use permit, exception, and zoning map or text amendment triggers the need for Development Impact Project approval if the project is 100,000 square feet or more of commercial space. Developers of such projects are required to make a development impact payment to the Neighborhood Housing Trust or to contribute to the creation of low and moderate-income housing in the city.

Development Impact Project (DIP) Plans must be submitted to the BRA for staff review, and subsequently presented to the BRA Board at a public hearing. If the Board approves the plans, the developer enters into a Development Impact Project Exaction Agreement with the BRA. Under the requirements of the city's Zoning Code, the Board of Appeal and the Zoning Commission can not approve a project until the Authority certifies that a DIP Agreement has been executed.

2. REVIEW OF FINANCING MECHANISMS

The BRA has review authority for three types of financing mechanisms to be used to allow developments which provide public benefits to the city. These financing mechanisms include Chapter 121A, Commercial Area Revitalization Districts (CARDs), and Urban Development Action Grants (UDAGs).

Chapter 121A

Under M.G.L., Chapter 121A and Chapter 652 of the Acts of 1960, the BRA, with the approval of the Mayor, has the power to approve applications for the formation of non-profit, limited dividend or cooperative entities for the purpose of redevelopment in a blighted, open, decadent or substandard area. Chapter 121A essentially offers a tax incentive to build in a blighted area.

Chapter 121A provides for 15 years exemption from taxation on real and personal property. The corporation instead pays a Section 10 excise tax of 5 percent of gross income and \$10 per \$1000 of fair cash valuation to the Commonwealth of Massachusetts. Section 6A payments agreed upon by the corporation and the city are paid directly to the city. Following a BRA staff review, public hearing, and BRA Board approval, the application goes to the Mayor for approval.

Commercial Area Revitalization District

The BRA is responsible for administering the state-assisted grant program, Commercial Area Revitalization District (CARD). Through the CARD program, economic development incentives are made available to commercial and industrial enterprises for development projects and the leasing of new facilities.

To be eligible, a development project or leasing program must be located in a CARD. A CARD may be located in either neighborhoods or the downtown core. The incentives for commercial enterprises to locate in a CARD include below market interest rate Industrial Revenue Bonds, mortgage insurance on a portion of the total project financing, and a net income deduction and tax credit to be applied to state corporate excise taxes which are owed by a commercial enterprise certified as an eligible business facility by the State Job Incentive Bureau.

As the city planning agency, the BRA conducts a financial analysis to determine if the project requires an Industrial Revenue Bond to be economically feasible and if it fits into the CARD plan. Following staff review and approval, a letter of approval is sent to the Boston Industrial Development Finance Agency which issues and approves the Industrial Revenue Bond.

Urban Development Action Grants

An Urban Development Action Grants (UDAG) is a financing mechanism which assist developments requiring public assistance by supplementing the private investment. UDAGs are primarily used for leveraging private investment and job creation. To be eligible for a UDAG, the project must have definitive financial commitment by a private investor and must include housing and community development or economic activity. City of Boston policy stipulates that UDAG funds are made as loans rather than grants. The loan repayments are used for neighborhood economic development projects throughout the city.

The BRA plays a strong role in UDAGs in design and environmental review and the preparation of the UDAG proposal. The City Council gives final approval, prior to the Department of Housing and Urban Development submission.

3. REVIEW FOR THE LEASING AND DISPOSITION OF PUBLIC PROPERTY

The selling or leasing of public property may initiate development review by the BRA. For certain BRA and city-owned parcels; the BRA prepares developer kits which outline design and development guidelines. To formulate guidelines for some parcels, the BRA seeks the assistance of community groups and the Boston Society of Architects. The BRA then makes a request for proposals and reviews the submissions received. A tentative designation is recommended for the most appropriate proposal. The proposal is then subject to the extensive review process described on pages 2-4, similar to that of privately-initiated projects. At its completion, the developer is granted final designation.

MASS. ENVIRONMENTAL POLICY ACT
REVIEW AUTHORITY

The Massachusetts Environmental Policy Act (MEPA) requires the review and evaluation of projects to describe their environmental impact, and establishes a process for determining when Environmental Impact Reports (EIRs) are required. MEPA applies to projects directly undertaken by a state agency (including leases and transfers of property undertaken by an agency) and to privately-initiated projects requiring an agency permit or receiving financial assistance from an agency. Because the BRA is a redevelopment authority created by the Legislature, it falls under the jurisdiction of MEPA. Where the BRA acts only as the planning department for the city, such as in zoning matters and the disposition of city-owned land, MEPA does not apply.

Regulations implementing MEPA were promulgated by the Executive Office of Environmental Affairs (EOEA), which is also responsible for determining whether a project requires an EIR. These regulations establish a process whereby, for non-exempt projects, an Environmental Notification Form (ENF) is required to be filed with EOEA for public and agency review as the preliminary step in determining the need for an EIR. For activities or actions undertaken by an agency, the preparation of the ENF (and of the EIR, if subsequently required) is the responsibility of the agency itself. For private projects seeking state or BRA financial assistance or a permit (e.g., Chapter 121A approval), the project proponent is responsible for preparing the required documents.

In addition to describing the environmental review process, the MEPA regulations also establish categories of projects which automatically require the preparation of an EIR (categorical inclusions) and which are automatically excluded from filing an ENF (categorical exclusions). Specific rules of application are included in the regulations.

With respect to timing, the public/agency review period for ENF's is 20 days following publication in EOEA's Environmental Monitor of a notice of submission and availability of an ENF. Notices are published twice monthly, on approximately the 7th and the 21st of the month. The Secretary of Environmental Affairs then has 10 days in which to issue a certificate stating whether or not an EIR is required.

If an EIR is required, the process involves the preparation and circulation for review of a Draft EIR (the public/agency review period is 30 days following EOEA notice of availability of the EIR, with seven additional days for the Secretary to issue a statement on the adequacy of the Draft), preparation of the Final EIR responding to comments on the Draft, and circulation of the Final (again, a 30-day review period followed by seven days for the Secretary to issue a statement regarding the adequacy of the Final and its compliance with MEPA). Normally, the EIR process from beginning of the preparation of the EIR to final approval takes five to six months and considerably longer for major and complicated projects. The minimum time would be at least four months.

SUBMISSION REQUIREMENTS

Following is a comprehensive list of submission requirements. Developers of large projects, typically those greater than 100,000 square feet in size, would be required to provide much of this information. Smaller proposals would provide only the information appropriate to their context and complexity, as defined by the BRA. Financing mechanisms, such as Chapter 121A, CARD, and UDAG programs, have additional requirements which are defined in other booklets.

In addition to full-size scale drawings, 3 copies of a bound booklet containing all submission materials reduced to size 8½ x 11, except where otherwise specified, are required.

I. Applicant Information

A. Development Team

1. Names

- a. Developer (including description of development or Chapter 121A entity)
- b. Attorney
- c. Project consultants

2. Business address and telephone number for each

3. Designated contact for each

4. Description of current or formerly-owned developments in Boston

B. Legal Information

1. Legal judgements or actions pending concerning the proposed project

2. History of tax arrears on property owned in Boston by development team

3. Property Title Report including current ownership and purchase options of all parcels in the development site

II. Financial Information

A. Full disclosure of names and addresses of all financially involved participants and bank references

B. Nature of agreements for securing parcels not owned by prospective developer

C. Development Costs

1. Cost of land and buildings
2. Estimated hard construction cost, including demolition and site preparation
3. Estimated soft costs, including: professional fees, financing fees, construction loan interest, real estate taxes, and all other costs necessary to carry the project through the construction period
4. Estimated contingency amount

D. Operation

1. Anticipated income from rent or sales, including vacancy allowances
2. Anticipated operating expenses
3. Estimated real estate taxes including expected valuation
4. Anticipated financing structure, including any equity (including plans for syndication), mortgages, and terms of debt service
5. All preceding information for the first six years of operation, or until property is expected to be refinanced or sold
6. Depreciation and all other deductions indicating cash flow and returns for first six years on an after-tax basis

E. Additional financial information pertinent to Chapter 121A, CARD, and UDAG applications

III. Project Area

- A. Description of metes and bounds of project area
- B. For Chapter 121A, CARD, UDAG, statements of fact establishing the need and rationale for such a designation (as required in their procedures)

IV. Relocation Information

- A. Statement by applicant concerning applicability to project of any Federal or State Relocation Regulations, and Citation of Regulations believed applicable

- B. If Chapter 121A, 121B or Chapter 79A is applicable then a statement is required that relocation information and relocation plan will be submitted under separate cover in accordance with Chapter 121A, 121B or Chapter 79A requirements.
- C. For projects not covered by federal or state programs containing relocation regulations, the following information:
 - 1. Number of units in building(s) to be demolished or vacated
 - 2. Number of occupied units, by type, per building
 - 3. Tenure of occupants (owner/tenant/sub-tenant)
 - 4. Name and address of each occupant (owner or prime tenant)
 - 5. Information on size and monthly costs:
 - a. Residential unit - number of rooms, bedrooms, and monthly rent, indicating included utilities
 - b. Non-residential - gross square feet of area, number of floors, including ground floors and monthly rent, indicating included utilities
 - 6. Length of occupancy of current occupant in unit (and building if greater)
 - 7. Estimate of the total number of small businesses
 - 8. Number, if any, of minority households or businesses displaced
 - 9. Net increase or decrease in number of units:
 - a. Total number of housing units proposed
 - b. Reduction in rent controlled units

V. Project Design

A. Phase I Submission: Project Schematics

- 1. Written description of program elements and space allocation for each element
- 2. Neighborhood plan and sections at an appropriate scale (1" = 50' or larger) showing relationships of the proposed project to the neighborhood's:
 - a. massing
 - b. building height
 - c. scaling elements

- d. open space
 - e. major topographic features
 - f. pedestrian and vehicular circulation
 - g. land use
3. Black and white 8"x10" photographs of the site and neighborhood
4. Sketches and diagrams to clarify design issues and massing options
5. Eye-level perspective (reproducible line drawings) showing the proposal in the context of the surrounding area
6. Aerial views of the project
7. Site sections at 1" = 20' or larger showing relationships to adjacent buildings and spaces
8. Site plan at an appropriate scale (1" = 20' or larger) showing:
 - a. General relationships of proposed and existing adjacent buildings and open space
 - b. Open spaces defined by buildings on adjacent parcels and across streets
 - c. General location of pedestrian ways, driveways, parking, service areas, streets, and major landscape features
 - d. Pedestrian, handicapped, vehicular and service access and flow through the parcel and to adjacent areas
 - e. Survey information, such as existing elevations, benchmarks, and utilities
 - f. Phasing possibilities
 - g. Construction limits
9. Massing model at 1" = 100' for use in the Authority's downtown base model.
10. Drawings at an appropriate scale (e.g., 1" = 8') describing architectural massing, facade design and proposed materials including:
 - a. Building and site improvement plans
 - b. Elevations in the context of the surrounding area
 - c. Sections showing organization of functions and spaces

11. Preliminary building plans showing ground floor and typical upper floor(s)
 12. Proposed schedule for submission of design development materials
- B. Phase II Submission: Design Development
1. Revised written description of project
 2. Revised site sections
 3. Revised site plan showing:
 - a. Relationship of the proposed building and open space to existing adjacent buildings, open spaces, streets, and buildings and open spaces across streets
 - b. Proposed site improvements and amenities including paving, landscaping, lighting and street furniture
 - c. Building and site dimensions, including setbacks and other dimensions subject to zoning requirements
 - d. Any site improvements or areas proposed to be developed by some other party (including identification of responsible party)
 - e. Proposed site grading, including typical existing and proposed grades at parcel lines
 4. Dimensioned drawings at an appropriate scale (e.g., 1" = 8') developed from approved schematic design drawings which reflect the impact of proposed structural and mechanical systems on the appearance of exterior facades, interior public spaces, and roofscape including:
 - a. Building plans
 - b. Preliminary structural drawings
 - c. Preliminary mechanical drawings
 - d. Sections
 - e. Elevations showing the project in the context of the surrounding area as required by the Authority to illustrate relationships or character, scale and materials
 5. Large-scale (e.g., 3/4" = 1'-0") typical exterior wall sections, elevations and details sufficient to describe specific architectural components and methods of their assembly
 6. Outline specifications of all materials for site improvements, exterior facades, roofscape, and interior public spaces

7. A study model at an appropriate scale (e.g., 1" = 16', or as determined after review of schematic design) showing refinements of facade design
8. Eye-level perspective drawings showing the project in the context of the surrounding area
9. Samples of all proposed exterior materials
10. Complete photo documentation (35 mm color slides) of above components including major changes from initial submission to project approval

C. Phase III Submission: Contract Documents

1. Final written description of project
2. A site plan showing all site development and landscape details for lighting, paving, planting, street furniture, utilities, grading, drainage, access, service, and parking
3. Complete architectural and engineering drawings and specifications
4. Full-size assemblies (at the project site) of exterior materials and details of construction
5. Eye-level perspective drawings or presentation model that accurately represents the project, and a rendered site plan showing all adjacent existing and proposed structures, streets and site improvements
6. Site and building plan at 1" = 100' for Authority's use in updating its 1" = 100' photogrammetric map sheets

D. Phase IV Submission: Construction Inspection

1. All contract addenda, proposed change orders, and other modifications and revisions of approved contract documents which affect site improvements, exterior facades, roofscape, and interior public spaces shall be submitted to the Authority prior to taking effect.
2. Shop drawings of architectural components which differ from or were not fully described in contract documents

VI. BRA Environmental Impact Assessment

Whether or not a project comes within the purview of the Massachusetts Environmental Policy Act review requirements, the BRA may request all or several of the environmental analyses listed below. The extent of analyses required depends on the size, location, and complexity of the project.

A. Transportation/Traffic

1. Parking

- a. Number of spaces provided indicating public and private allocation
- b. Reduction in parking from previous use of site
- c. Proposal's impact on demand for parking
- d. Parking plan, including layout, access, and size of spaces
- e. Evidence of compliance with City of Boston parking freeze requirements
- f. Description of measures to reduce parking demand

2. Loading

- a. Number of docks
- b. Location and dimension of docks

3. Access

- a. Size and maneuvering space on-site or in public right-of-way
- b. Access, curb cuts, and/or sidewalk changes required

4. Vehicular Traffic

- a. Project vehicular traffic demand and generation (daily and peak-hours) and distribution
- b. Circulation and access impacts on the local and regional street system and local intersections (traffic impact area), including capacity and level-of-service analyses
- c. Modal split and vehicle occupancy analysis

5. Public Transportation

- a. Location and availability of public transportation facilities
- b. Usage and capacity of existing system
- c. Peak-hour demand and capacity analysis
- d. Measures to encourage use of public transportation

6. Pedestrian Circulation
 - a. Demand and capacity analysis on project area sidewalks
 - b. Connections to public transportation station stops
 - c. Effect on pedestrian flows of project parking and servicing entrances and exits
- B. Wind (Information is required during the schematic design stage for build and no-build conditions.)
 1. Wind tunnel testing will be required for:
 - a. Any building higher than 150 feet
 - b. Any building 100 feet high and two times higher than the adjacent buildings
 - c. Other buildings which fall below these thresholds, but because of their context and particular circumstances would require wind tunnel testing
 2. Wind tunnel testing is to be conducted in two stages - Stage I Erosion Study and Stage II Hot Wire Testing. An erosion study (or equivalent methodology) must be conducted to determine potential problem areas and to identify appropriate placement of sensors for hot wire testing.
 3. Wind tunnel testing should be conducted according to the following criteria:
 - a. Results of wind tunnel testing should be consistently presented in miles per hour (mph).
 - b. Velocities should be measured at a scale equivalent to 4.5 to 5.0 feet above ground level.
 - c. The instrument should have a frequency response that is flat to 100 hertz and filters out any higher frequency (hot wire testing).
 - d. The expected one and two percent occurrence of hourly average, effective gust, and peak gust velocities should be reported (hot wire testing).
 - e. Erosion study data shall be presented in tabular form and graphically through photographs showing changes between build and no-build conditions.
 1. Wind directions from the sixteen compass points shall be used noting the percent or probability of occurrence of each direction on an annual basis.

2. Wind velocities for each direction shall include the intervals: 0-15 mph and every 5 mph interval from 15 to 40 mph inclusive.
 - f. Hot wire data shall be presented both in tabular form and graphically on a map to indicate velocity changes between build and no-build conditions.
 1. The effective gust velocity can be computed by the formula: average hourly velocity plus $1.5 \times \text{root mean square (rms) variations about the average}$.
- C. Shadow (Information should be provided during the schematic design stage.)
1. Shadow analysis plans should be submitted at a scale of $1' = 40'$ and $1'' = 100'$.
 2. Shadow impact analysis must include net new shadows as well as existing shadows.
 3. Initial shadow analyses must include shadow impacts for build and no-build conditions for the hours 9:00 a.m., 12:00 noon, and 3:00 p.m. conducted for four periods of the year at the vernal equinox, autumnal equinox, winter solstice, and summer solstice.
 4. Shadow analyses also are to be conducted at 10:00 a.m., 11:00 a.m., 12:00 noon, 1:00 p.m., and 2:00 p.m. on October 21 and November 21, and must show the incremental effects of the proposed massing on proposed or existing public spaces including major pedestrian areas.
 5. Additional shadow analyses may be required depending on the particular physical characteristics of the site including its solar orientation relative to public open spaces, pedestrian patterns and street patterns, and existing shadows in the area.
- D. Daylight (Information should be provided during the schematic design stage.)
1. Daylight analysis for build and no-build should be conducted by measuring the percentage of skydome that is obstructed by a building.
 - a. Specific technique and graphic methodologies required for determining percent of obstructed skydome will be provided by the BRA.
- E. Excavation and Landfill
1. Written description including amount and method of excavation, dredging and filling proposed, and the existence of blasting and pile driving

2. Analysis of sub-soil conditions, potential for ground movement and settlement during excavation, and impact on adjacent buildings and utility lines

F. Groundwater

1. List of measures used to ensure the groundwater levels will not be lowered during or after construction, if applicable
2. Engineering analysis of the impact of development on groundwater, surrounding structures, wooden piles and foundations

G. Solid and Hazardous Wastes/Materials

1. A list of any known or potential contaminants on site together with evidence of the recording with the Registry of Deeds of the disposal of hazardous wastes on the site, pursuant to the M.G.L., Chapter 21C, if applicable
2. Possible hazardous wastes generated
3. Existence of buried gas tanks on site
4. Estimate of potential trash generation and plans for disposal

H. Noise

1. Where appropriate, noise analyses to determine compliance with City of Boston regulations and applicable state and federal guidelines

I. Flood Hazard Zone/Wetlands

1. Where appropriate, determination of whether or not proposal falls within a Federal Flood Hazard Zone or requires a Wetlands Permit
2. If applicable, description of measures to minimize potential flood damage and to comply with city and federal flood hazard regulations and any Order of Conditions issued by the Boston Conservation Commission

J. Construction Impacts

1. Description of construction staging areas.
2. Availability of construction worker parking
3. Potential dust generation and mitigation measures to control dust emissions
4. Permits from Air Pollution Control Commission for sand blasting, if appropriate

5. Potential noise impact and measures to minimize noise levels
6. Truck traffic and access routes
7. Pedestrian safety

K. Historical Landmarks

1. Description of the project site location in proximity to a National or Massachusetts Register site or district or Landmark designated by the Boston Landmarks Commission
2. Possible effects to the National or Massachusetts Register site or district or a Landmark designated by the Boston Landmarks Commission

L. Air Quality

1. Impact on local air quality from additional traffic generated by the project, including identification of any location projected to exceed national or Massachusetts air quality standards
2. Estimation of emissions from any parking garage constructed as part of the project
3. Description and location of building/garage air intake and exhaust systems and evaluation of impact on pedestrians

M. Utility Systems

1. Estimated water consumption and sewage generation from the project
2. Description of the capacity and adequacy of water and sewer systems and an evaluation of the impacts of the project on these systems
3. Identification of measures to conserve resources, including any provisions for recycling

N. Energy

1. Description of energy requirements of the project and evaluation of project impacts on resources and supply
2. Description of measures to conserve energy usage and consideration of feasibility of including solar energy provisions

O. Water Quality

1. Description of impacts of the project on the water quality of Boston Harbor or other water bodies that could be affected by the project, if applicable

2. Description of mitigation measures to reduce or eliminate impacts on water quality

P. Solar Glare

1. Analysis of solar glare impact and solar heat gain analysis, if applicable

VII. Public Benefits

A. Employment plan including:

1. Estimated number of construction jobs
2. Estimated number of permanent jobs
3. Future tenant profile
4. Resident, minority and women hiring plan

B. Tax revenues, including existing annual taxes on property, estimated future annual taxes, and change in tax revenue

C. Chapter 121A payment

D. Purchase price for publicly-owned property

E. Development Impact Project Exaction

1. Housing Creation Exaction or Housing Payment Exaction

F. Child Care Plan

G. Other benefits

VIII. Regulatory Controls and Permits

A. Existing zoning requirements, calculations, and any anticipated zoning requests

B. Anticipated permits required from other local, state, and federal entities with a proposed application schedule

C. Employment contract compliance

D. For structures in National or Massachusetts Register Districts or sites individually listed on the National or Massachusetts Register of Historic Places, duplicates of parts I and II of the certification documents and applicable correspondence and permits

E. For projects requiring compliance with the Massachusetts Environmental Policy Act (MEPA), copies of the Environmental Notification Form, Certificate of the Secretary of Environmental Affairs, and Environmental Impact Report, if required

F. Other applicable environmental documentation

IX. Community Groups

A. Names and addresses of project area owners, displacees, abutters, and also any community groups which, in the opinion of the applicant, may be substantially interested in or affected by the proposed project

B. A list of meetings proposed and held with interested parties

Chapter 101A Fees

a Application	\$ 5,000
a Amendments of application requiring a hearing and report	\$ 5,500
a Amendments of any kind not requiring a hearing	\$ 2,500

CARQ Project Review Fee \$ 2,500

Developer Kits \$ 0-100
(varies depending on size of site and proposed development)

Developer Proposal Fee \$ 0-7,500
(varies depending on site)

Zoning Commission Fees

a Annual subscription to Zoning Code Amendments	\$ 10
a Annual subscription to Zoning Code Amended Pages	\$ 10
a Zoning Code Text or Map Amendment Application	\$ 225

(Advertising costs will also be paid by proponent and will vary according to length of ad)

Note: Fees for zoning and building code variances and appeals are paid directly to the Board of Appeals.

*Refundable

FEES

The following is a list of fees for development projects. Most fees are not refundable except fees for reviewing developers' proposals for public parcels, which are partially refundable to unsuccessful applicants.

Bid Documents

o Site Preparation Contracts	\$ 100
o Property Management Contracts	\$ 100
o Operation of Parking Lots	\$ 100
o Rehabilitation Documents	\$ 100
o Demolition Contracts*	\$ 100

Chapter 121A Fees

o Application	\$ 5,000
o Amendments of application requiring a hearing and report	\$ 3,500
o Amendments of any kind not requiring a hearing	\$ 2,500

<u>CARD Project Review Fees</u>	\$ 2,500
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<u>Developer Kits</u>	\$ 0-100 (varies depending on size of site and proposed development)
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<u>Developer Proposal Fees</u>	\$ 0-7,500 (varies depending on site)
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Zoning Commission Fees

o Annual subscription to Zoning Code Amendments	\$ 10
o Annual subscription to Zoning Code Amended Pages	\$ 10
o Zoning Code Text or Map Amendment Application	\$ 225
(Advertising costs will also be paid by proponent and will vary according to length of ad)	

Note: Fees for zoning and building code variances and appeals are paid directly to the Board of Appeal.

*Refundable

DEVELOPMENT IMPACT PROJECT AGREEMENT

for

PLANNED DEVELOPMENT AREA NO. 24

PIER 4, SOUTH BOSTON

AGREEMENT made as of _____, 1986 between the BOSTON REDEVELOPMENT AUTHORITY (hereinafter "Authority"), acting on its own behalf and as escrow agent for the Neighborhood Housing Trust, (hereinafter "Trust") as contemplated by Article 26 of the Boston Zoning Code and hereafter to be created, and THE BOSTON MARINER COMPANY (hereinafter "MARINER"), a Massachusetts real estate development and investment corporation and its successors, assigns and legal representatives (hereinafter "Applicant"); the Authority, the Trust and the Applicant, collectively, shall be referred to herein as the parties;

WHEREAS, the Applicant proposes to construct a first-class mixed-use development consisting of office, residential, hotel and retail space, parking, recreational open space and marine-related uses including a number of buildings (hereinafter "Buildings") and other site improvements (hereinafter "Site Improvements") (the Buildings and Site Improvements will be hereinafter collectively referred to as the "Project");

WHEREAS, the Project site on which the Buildings will be located is comprised of approximately 16.4 acres of land (of which approximately 7.5 acres are now below water) generally bounded by the Fan Pier (Piers 1, 2, and part of 3), Boston Harbor, Commonwealth Pier 5, and Northern Avenue (hereinafter "Project Site");

WHEREAS, the Project constitutes a Development Impact Project as defined in Section 26-2(1) of Article 26 of the Boston Zoning Code; and

WHEREAS, the Neighborhood Housing Trust referred to in Article 26 of the Boston Zoning Code has not yet been created.

NOW, THEREFORE, in consideration of the mutual covenants and agreements herein contained, the parties hereto agree as follows:

ARTICLE 1. MASTER PLAN AND DEVELOPMENT IMPACT PROJECT PLAN

1.1 Master Plan and Development Impact Project Plan. The parties hereby acknowledge that the Applicant submitted to the Authority a Master Plan and Development Impact Project Plan for the Project (hereinafter "Plan"), that the Plan included a Development Impact Project Plan as required by Section 26-3 of Article 26 of the Boston Zoning Code and that after a public hearing held on _____, 1986, notice of which was published in _____ on _____, 1986, the Authority approved the Plan on _____, 1986, pursuant to and in accordance with Section 26-3(1) of the Boston Zoning Code. The Applicant will, subject to Section 13 of the Cooperation Agreement for Planned Development Area No. 23 of even date herewith, proceed with planning and design for the Project Site in a manner consistent with the development concept, land uses and density contemplated in the Plan subject to any environmental reviews requested by the Authority in accordance with the Authority's "Development Review Procedures" dated 1985 and attached hereto as Exhibit A.

ARTICLE 2. LINKAGE PAYMENT

2.1 Linkage Payment. The Applicant shall be responsible, in accordance with the terms of this Agreement, for a Development Impact

its option, for any or all of the Buildings, satisfy its obligation for the Linkage Payment, in whole or in part, by contributing to the creation of housing units for occupancy exclusively by low and moderate income residents of the City of Boston, as described in Paragraph 2.2 of this Agreement, or by payments made in accordance with Paragraph 2.3 of this Agreement.

2.2 Housing Creation Option. If the Applicant shall elect to contribute to the creation of housing units for occupancy exclusively by low and moderate income residents of the City of Boston in order to satisfy its obligation for all or part of the Linkage Payments for any or all of the Buildings, the Applicant shall submit a proposal in writing to the Authority on or before the appropriate Payment Date for such Building or Buildings as such Payment Date is defined in Paragraph 2.6 of this Agreement. Such proposal shall satisfy the provisions of the Housing Creation Exaction set forth in Section 26-1(3) (1) of Article 26 of the Boston Zoning Code. The proposal shall include a description of the number, location, cost and design of the housing units.

2.3 Housing Payment Option. If the Applicant shall elect to contribute money payments, said payments shall be paid to the City of Boston acting by and through the Trust, or in the event the Trust has not been created, to the Authority. Payments shall be made in twelve (12) equal annual installments. The first installment of such payments shall be due and payable on the Payment Date as defined in Paragraph 2.6 of this Agreement, and subsequent installments shall be due and payable on the following eleven (11) anniversary dates of the Payment Date for such Building.

2.4 Calculation of Linkage Payment. The parties acknowledge that some or all of the Buildings will include uses enumerated in Table C of Article 26 of the Boston Zoning Code as in existence on the date hereof (hereinafter "Table C Uses"), including office, retail and hotel uses and that the construction of the Buildings will require certain exceptions to the Boston Zoning Code. The amount of Linkage Payments referred to in Paragraph 2.1 of this Agreement shall equal \$5.00 for each square foot of gross floor area devoted to one or more Table C Uses in excess of the first one hundred thousand (100,000) square feet of gross floor area devoted to Table C Uses. In calculating the amount of Linkage Payments, residential uses and parking shall not be considered "ancillary or accessory to the uses listed in Table C" within the meaning of Section 26.3(2) (a) of the Boston Zoning Code.

2.5 Recalculation. The Authority and the Trust hereby agree that any change in the rate or scheduling of the Linkage Payment as may be adopted shall not in any way increase the Linkage Payment determined in accordance with Paragraph 2.4 of this Agreement or decrease the period over which Linkage Payments are to be made.

2.6 Payment Date. The Payment Date shall be determined independently for each of the Buildings for which Linkage Payments are due (that is, Buildings containing Table C Uses). The Payment Date for each of the Buildings for which Linkage Payments are due shall be the earlier to occur of either the issuance of a final Certificate of Occupancy for the entirety of such Building or twenty-four (24) months after the granting of the building permit for the entirety of such Building.

2.7 Waiver of Linkage Payment. If a building permit is not granted for any of the Buildings or parts thereof, or if construction of any of the Buildings or parts thereof is abandoned after a building permit is obtained and prior to the commencement of substantial construction or if a building permit for any of the Buildings or parts thereof is revoked or lapses and is not renewed, then the Applicant shall have no responsibility for the Linkage Payment with respect to such Building or part thereof.

2.8 Credit Towards Linkage Payment. If the City of Boston should hereafter impose, assess, or levy any excise or tax upon the Project, the proceeds of which are dedicated, in whole or in part, to the establishment of a fund for the purposes substantially the same as the purposes recited in Section 26-1 of Article 26 of the Boston Zoning Code, amounts payable hereunder by the Applicant shall be credited against such excise or tax; provided, however, that if such crediting shall not be legally permissible to satisfy payment of such tax or excise, the obligations of the Applicant hereunder shall, to the extent of the amount of such tax or excise, thereupon cease and be of no further force and effect.

ARTICLE 3. RESIDENT CONSTRUCTION EMPLOYMENT PLAN

3.1 Boston Residents Construction Employment Standards. The Applicant shall submit a plan, to be known as a Boston Residents Construction Employment Plan to the Director which plan shall set forth in detail the Applicant's plans to ensure that its general contractor, and those engaged by said general contractor for construction of the Project on a craft by craft basis, meet the following Boston Residents

Construction Standards: (1) at least 50 percent of the total employee workerhours in each trade shall be by bonafide Boston residents; (2) at least 25 percent of the total employee workerhours in each trade shall be by minorities; and (3) at least 10 percent of the total employee workerhours in each trade shall be by women. The Applicant shall include in the plan provisions for monitoring, compliance and sanctions. The Applicant shall include in the plan provisions for monitoring, compliance and sanctions. The Applicant shall submit the plan to the Director of the Authority prior to the issuance of a building permit for the first Building to be constructed.

3.2 Workerhours Defined. For purposes of this Article, workerhours shall include, without limitation, on-the-job-training and apprenticeship positions.

ARTICLE 4. EMPLOYMENT OPPORTUNITY PLAN

4.1 Employment Opportunity Plan. The Applicant shall formulate an Employment Opportunity Plan which shall provide for the Applicant's good faith efforts to achieve a goal that 50 percent of the permanent employment opportunities created by the Project shall be made available to Boston residents including residents affected by the Project. The Applicant shall submit the plan to the Director of the Authority prior to the issuance of a building permit for the first Building to be constructed.

ARTICLE 5. LIABILITY

5.1 Scope of Applicant's Liability. The Authority agrees to look solely to the interest from time to time in each Building that is subject to this Agreement, whether owned by Mariner or its successors or assigns (including, without limitation, mortgagees), as the case may be, for any claim against Mariner or its successors or assigns arising under this Agreement in connection with such individual Buildings. Furthermore, but without limiting the foregoing, liability arising under this Agreement in connection with one of the Buildings shall be limited to the interest of Mariner or its successors and assigns in such individual Building. In illustration, but not in limitation of the foregoing, if separate successors to Mariner (including, without limitation, mortgagees), each own one of the Buildings, then the owner of one Building shall have no liability for the Development Impact Project Exaction for the other Building and vice versa. Neither Mariner nor any trustee, beneficiary, partner, stockholder, manager, officer, director, agent or employee of Mariner or its successors and assigns (including, without limitation, mortgagees), without limitation, shall ever be personally or individually liable under this Agreement, nor shall Mariner or any such trustee, beneficiary, partner, stockholder, manager, officer, director, agent or employee of Mariner or its successors and assigns ever be answerable or liable beyond the extent of its or their interest in the applicable Building.

ARTICLE 6. MISCELLANEOUS PROVISIONS

6.1 Amendments; Law to be Applied. If the parties hereto agree hereafter to amend this Agreement, such amendment shall be in writing and executed by the parties thereto. This Agreement shall be governed by the laws of the Commonwealth of Massachusetts, and sets forth the entire agreement between the parties. This Agreement is binding and enforceable under contract law upon, and inures to the benefits of, the parties, their successors, assigns, and legal representatives, including, without limitation, any successor owner or owners of the improvements, and shall not be affected by any subsequent amendment or repeal of Article 26 of the Boston Zoning Code or court decision having the effect of an amendment or repeal of Article 26.

6.2 Capitalized Terms. The capitalized terms used herein without definition shall have the meanings ascribed in Article 2 or Article 26 of the Boston Zoning Code as in existence on the date hereof, unless otherwise provided.

6.3 Compliance with the Plan. The Authority hereby acknowledges approval of the Plan as voted by the Authority on _____, 1986 as to the development concept, permitted uses and density, but not as to a specific development program, that is not as to building locations, mass, height, other characteristics of individual buildings or uses, or the allocation of space to particular uses. The Authority also acknowledges that, prior to approving the Plan and pursuant to Section 26-3 (1) of the Boston Zoning Code, the Authority found that the Plan conforms to the general plan for the City as a whole and that nothing in the Plan will be

injurious to the neighborhood or otherwise detrimental to the public welfare. The Applicant hereby agrees to proceed with the Project substantially in accordance with the Plan.

6.4 The Authority and the Applicant acknowledge that this Agreement shall constitute the Development Impact Project Agreement required for the Project including for all individual Development Plan or Plans to be submitted in connection therewith. The parties acknowledge, however, that if the pending Article 26B of the Boston Zoning Code, as such Article was reviewed and approved by the Authority on January 23, 1986 ("Pending Article 26B"), is adopted, the Applicant will pay, in addition to the Linkage Payment, a Jobs Contribution Grant of \$1.00 per square foot of certain portions of the Project as calculated on the basis of Pending Article 26B. Such Jobs Contribution Grant, if made in the form of a money payment, shall be payable in accordance with the schedule indicated in Pending Article 26B, rather than over the 12 year payment period herein applicable to the Linkage Payment.

6.5 Notice. All notices under this Agreement must be in writing and mailed to the parties at the following addresses:

Authority: Boston Redevelopment Authority
Director's Office
City Hall Square
Boston, MA 02201

With copies to: Boston Redevelopment Authority
Chief General Counsel
City Hall Square
Boston, MA 02201

Applicant: The Boston Mariner Company
85 East India Row
Suite 41E
Boston, MA 02110
Attn: Ms. Ellen A. Watts

With copies to: Ropes & Gray
225 Franklin Street
Boston, MA 02110
Attn: John A. Pike, Esq.

6.6 Satisfaction of Development Impact Project Requirements. The Authority hereby acknowledges that by executing this Agreement, the Applicant has satisfied the requirements of Section 26-3(2) of the Boston Zoning Code insofar as satisfaction of the requirements of that Section is a precondition to the granting, allowing, or adopting of a variance, conditional use permit, exception, or zoning map or text amendment with respect to the Applicant's development of the Project Site.

6.7 Titles. The captions of this Agreement, its articles and paragraphs throughout this document are intended solely to facilitate reading and referencing its provisions. Such captions shall not affect the meaning or interpretation of this Agreement.

6.8 Transfer of Interest. The Applicant shall have the right to assign, delegate, subcontract or transfer its rights and interests in all or a portion of the Project and under this Agreement provided the Applicant notify the Authority of any such assignment, delegation, subcontracting or transfer.

6.9 Knowledge of Laws. Applicant shall keep itself fully informed of all votes of the Authority, City ordinances, executive orders, and regulations, and state and federal law which in any manner affect the provisions of this Agreement. Applicant shall at all times observe and comply with said votes, ordinances, executive orders, regulations or laws, and shall protect and indemnify the City and the Authority, its officer,

agents and employees against any claim or liability arising from or based upon violations of such ordinances, executive orders, regulations or laws, caused by any act of omission of the Applicant, its agents or employees.

In witness whereof the parties hereto have caused this instrument to be executed in their behalf by their respective officers thereunto duly authorized as of the day and year first above set forth.

Approved as to Form:

BOSTON REDEVELOPMENT AUTHORITY

By: _____
Stephen Coyle, Director

THE BOSTON MARINER COMPANY

By: Ellen A. Watts
President

CITY OF BOSTON
Richard L. Flynn, Mayor

BOSTON REDEVELOPMENT AUTHORITY
Robert L. Farley, Chairman
Joseph J. Walsh, Vice-Chairman
James R. Flaherty, Treasurer
Clarence J. Jones, Vice-Treasurer
Richard F. Dunham, Manager
Kathleen Shanley, Secretary
Stephen Coyle, Director

EXHIBIT A

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DEVELOPMENT REVIEW PROCEDURES

CITY OF BOSTON

Raymond L. Flynn, Mayor

BOSTON REDEVELOPMENT AUTHORITY

Robert L. Farrell, Chairman

Joseph J. Walsh, Vice-Chairman

James K. Flaherty, Treasurer

Clarence J. Jones, Vice-Treasurer

Michael F. Donlan, Member

Kane Simonian, Secretary

Stephen Coyle, Director

1985

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INTRODUCTION

As the city's planning and development agency, the Boston Redevelopment Authority (BRA) functions as a coordinator for development projects and has direct responsibility for reviewing development proposals. The BRA's review authority covers a wide range of projects. Projects may require zoning review initiated by a request for a building or occupancy permit, review of financing mechanisms such as Chapter 121A, Commercial Area Revitalization Districts (CARDs), and Urban Development Action Grants (UDAGs), and review of proposals for publicly owned land.

The BRA reviews proposals for their overall viability and expected benefits to the city. Review criteria may vary depending on location, type, and size of the project. Design criteria include specifications for building height, massing, materials, and other guidelines to preserve Boston's history and character. Environmental concerns which are assessed include a project's impacts on sunlight, daylight, wind, groundwater, and air and water quality, both during construction and upon completion. Effects on surrounding neighborhoods, displacement, and community participation are also considered in the review process. Transportation review is concerned with the impacts of additional traffic, parking and loading, and examines proposed changes to rights-of-way or physical changes, encroachments on public space, curb cuts, and requirements of the Boston Air Pollution Control Commission, if applicable. Review criteria are included in the Zoning Code and planning documents.

This booklet outlines the BRA's review process, describes the sources which initiate the BRA's various review functions, outlines the stages of its review, and provides a comprehensive list of submission requirements and development review fees. Projects vary in size and complexity; therefore not all requirements are appropriate to all projects. For example, requests for zoning actions to construct a three-unit dwelling require a review quite different than that for a multi-story commercial project. The extent of the review is defined at an initial meeting between the developer and BRA staff.

BRA DEVELOPMENT REVIEW PROCEDURES

To evaluate the quality and appropriateness of a proposal based on objectives stated in plans, guidelines, and regulations governing development in Boston, the Boston Redevelopment Authority conducts a four-stage review process. This review is conducted by BRA staff from its design, development, planning, transportation, environmental, zoning, and engineering departments. The staff is assisted on a project by project basis by citizen advisory groups, professional associations, and other constituencies. The time-frame for development review and the sequence of phasing may vary depending on the complexity of the project.

Step One: DEVELOPMENT CONCEPT

Projects are either privately or publicly initiated and the first step in development review varies accordingly. For a privately initiated project, the developer contacts the BRA with a letter of interest which briefly describes the project. The BRA meets with the developer to discuss the development concept, government regulations and procedures, and submission requirements appropriate to the project from the comprehensive list included in this document.

Publicly initiated projects include the disposition or leasing of city- or BRA-owned property which, because of size and location, require development review by the BRA. At the request of the city for city-owned property or at its own behest for BRA-owned property, the BRA may prepare a developer's kit for a specific site, outlining the development concept and guidelines. A request for proposals to develop the site is usually publicly advertised. The applicants are interviewed and the proposals are reviewed by the BRA. For projects proposed in a neighborhood setting, community representatives are notified. Based on the evaluation, the BRA grants tentative designation to a developer for BRA-owned property, or for city-owned property recommends a developer to the Real Property Board or Public Facilities Commission. From this point on, publicly and privately initiated projects follow similar review procedures. In some cases for BRA-owned property, tentative designations will not be made until after schematic review.

Step Two: SCHEMATIC REVIEW

This review is intended to secure agreement on and approval of the basic development concept prior to extensive design development. At this stage, the developer submits schematic project materials requested by the BRA. BRA staff reviews the proposal and recommends revisions. The schematic design is subject to environmental review to determine microclimate and other impacts, and, if necessary, the project is changed to mitigate adverse impacts. During the schematic stage, various environmental impacts will be assessed, especially wind, sunlight and daylight. For large-scale projects, a draft environmental impact assessment report may be required. Acceptance by BRA staff of the schematic design initiates the next stage of review.

Step Three: DESIGN DEVELOPMENT

The third phase of review is intended to secure agreement on and approval of the final design prior to extensive and detailed work on the working drawings. At this stage, financing mechanisms are refined. Applications for government subsidy programs are prepared for publicly supported projects.

The developer submits design development materials as requested by the BRA. The materials are reviewed by BRA staff and, if necessary, modifications are requested. A final environmental review is conducted and a final environmental impact assessment report may be required.

At this stage, the BRA Board acts on development proposals to recommend appropriate zoning actions to the Zoning Commission and Board of Appeal, and to designate or recommend developers for public property. The public is invited to comment on projects. Based on BRA staff analyses and public comments, the Board recommends appropriate actions to other government entities and/or grants final designation of developers for BRA property. The timing of BRA Board actions with respect to the final designation of developers may vary. If final designation precedes any aspect of review, the developer is nonetheless bound to complete all requirements prior to the BRA's approval of contract documents.

The Zoning Commission and Board of Appeal consider the BRA's recommendations in their decisions. The Board of Appeal may condition its approval of a requested zoning action on final design review by the BRA. (Zoning Procedures, a booklet which complements this one, outlines the stages of zoning review.)

Step Four: CONTRACT DOCUMENTS

Prior to the issuance of a building permit by the Inspectional Services Department, the BRA reviews final working drawings and the selection of all building materials visible to the public. This review is intended to secure final agreement on and approval of the contract documents and the complete proposal.

During preparation of the contract documents, it is the developer's responsibility to notify the Authority and secure its approval of all changes from the approved design development drawings that are contemplated for site improvements, exterior facades, roofscape and interior public spaces. Progress drawings representing 50% completion of the contract documents may be required for review by the Authority.

Once contract documents have been approved and construction has begun, the only items subject to additional review will be requests for change orders in the construction. The developer must request permission to make changes from approved drawings, which may not be undertaken

until such approval has been obtained. Site visits may be conducted to ensure construction of the project is in accordance with the contract documents. After review of the project by BRA staff, a certificate of completion will be approved by the Board, certifying that the project has been completed according to the terms of the Authority's tentative and final designations.

1. Zoning Review

Zoning review is initiated by a request for a building or occupancy permit if the application complies with the Building and Zoning Code and with other city requirements, a permit is issued. If a project plan does not comply with the zoning code, permission to deviate from the Code may be sought by an application, variance, conditional use permit, or special zoning designation. Following staff review and Board recommendation, the Board of Appeals holds a public hearing and the zoning variance or conditional use permit may be approved.

Zoning Variance and Conditional Use Permits

To obtain a variance or a conditional use permit, the applicant must demonstrate that special circumstances exist which make a property different from others in the district. The Zoning Code specifies which uses are prohibited as shown on the map, which are specifically allowed or permitted in a district. The applicant must demonstrate that the proposed use is suitable for the location and will not have a detrimental effect on the surrounding area.

Special Zoning Designations

The Zoning Code defines several categories of special zoning districts which include Planned Development Areas (PDAs) and Urban Renewal Areas (URAs) and certain Planning Overlay Districts (PODs). In these districts, the regulations specified for the zone district apply, except when they are in conflict with the special regulations for a particular district which then requires a special zoning designation. Special zoning designations require a zoning amendment or ordinance to alter the zoning code and can be applied for PDAs and URAs.

a. Planned Development Areas

The designation may be obtained for a project or a site of at least 10 acres. It involves a final application, the PDA must comply with the zoning code, the zoning code is amended to allow a new designation, and the Board of Appeals must grant permission to the zoning code.

b. Urban Renewal Districts

An urban renewal district is designated to areas within the city which are in need of urban renewal. It is a special zoning district which allows the city to acquire the property, demolish the existing structures and the area's urban renewal plan and allow the specific requirements for development of the particular area.

BRA REVIEW AUTHORITY

A project may require BRA review for three reasons: a request for a building or occupancy permit that requires zoning relief, the use of financing mechanisms, or the leasing or disposition of public property. One or more of these reasons may be applicable to an individual project and will initiate review by the Authority.

1. ZONING REVIEW

Zoning review is initiated by a request for a building or occupancy permit. If the application complies with the Building and Zoning Codes and with other city requirements, a permit is issued. If a project plan does not comply with the Zoning Code, permission to deviate from the Code may be sought by an exception, variance, conditional use permit, or special zoning designation. Following BRA staff review and Board recommendation, the Board of Appeal holds a public hearing and the zoning variance or conditional use permit may be approved.

Zoning Variances and Conditional Use Permits

To obtain a variance an applicant must demonstrate that special circumstances exist which make a property different from others in the district. The Zoning Code specifies which uses are conditional, as opposed to those which are specifically allowed or forbidden in a district. The applicant obtains a conditional use permit by demonstrating that the proposed use is suitable for its location and will not have a detrimental effect on the surrounding areas.

Special Zoning Designations

The Zoning Code defines several categories of special purpose overlay districts which include Planned Development Areas (PDAs) and Urban Renewal Areas (URAs) and Interim Planning Overlay Districts (IPODs). In these districts, the regulations specified for the base district apply, except when they are in conflict with the special regulations for a particular overlay district which then requires a special zoning designation. Special zoning designations require a zoning amendment in addition to other procedures and can be sought for PDAs and URAs.

o Planned Development Areas

PDA designation may be obtained for a project on a site of at least one acre. To effectuate a PDA designation, the BRA must approve a development plan, the Zoning Commission must adopt a map amendment, and the Board of Appeal must grant exceptions to the Zoning Code.

o Urban Renewal Subdistricts

An urban renewal subdistrict designation is only allowed within an already approved urban renewal project area. It is available only after the BRA is assured the proposal's zoning map amendment conforms with the area's urban renewal plan and with the specific requirements for development of the particular subdistrict.

- o Interim Planning Overlay Districts

An Interim Planning Overlay District is a zoning mechanism used to control development while changes to the Zoning Code are being reviewed and debated. IPODs will prohibit the construction of new buildings inconsistent with the proposed Zoning Code changes.

The interim overlay zoning stays in place for only a limited time. If, during the interim period, the original zoning is changed, then the new zoning will control development at the end of the interim period. If no change occurs, the zoning reverts to the previously existing zoning.

Development Impact Projects

A request for a variance, conditional use permit, exception, and zoning map or text amendment triggers the need for Development Impact Project approval if the project is 100,000 square feet or more of commercial space. Developers of such projects are required to make a development impact payment to the Neighborhood Housing Trust or to contribute to the creation of low and moderate-income housing in the city.

Development Impact Project (DIP) Plans must be submitted to the BRA for staff review, and subsequently presented to the BRA Board at a public hearing. If the Board approves the plans, the developer enters into a Development Impact Project Exaction Agreement with the BRA. Under the requirements of the city's Zoning Code, the Board of Appeal and the Zoning Commission can not approve a project until the Authority certifies that a DIP Agreement has been executed.

2. REVIEW OF FINANCING MECHANISMS

The BRA has review authority for three types of financing mechanisms to be used to allow developments which provide public benefits to the city. These financing mechanisms include Chapter 121A, Commercial Area Revitalization Districts (CARDs), and Urban Development Action Grants (UDAGs).

Chapter 121A

Under M.G.L., Chapter 121A and Chapter 652 of the Acts of 1960, the BRA, with the approval of the Mayor, has the power to approve applications for the formation of non-profit, limited dividend or cooperative entities for the purpose of redevelopment in a blighted, open, decadent or substandard area. Chapter 121A essentially offers a tax incentive to build in a blighted area.

Chapter 121A provides for 15 years exemption from taxation on real and personal property. The corporation instead pays a Section 10 excise tax of 5 percent of gross income and \$10 per \$1000 of fair cash valuation to the Commonwealth of Massachusetts. Section 6A payments agreed upon by the corporation and the city are paid directly to the city. Following a BRA staff review, public hearing, and BRA Board approval, the application goes to the Mayor for approval.

Commercial Area Revitalization District

The BRA is responsible for administering the state-assisted grant program, Commercial Area Revitalization District (CARD). Through the CARD program, economic development incentives are made available to commercial and industrial enterprises for development projects and the leasing of new facilities.

To be eligible, a development project or leasing program must be located in a CARD. A CARD may be located in either neighborhoods or the downtown core. The incentives for commercial enterprises to locate in a CARD include below market interest rate Industrial Revenue Bonds, mortgage insurance on a portion of the total project financing, and a net income deduction and tax credit to be applied to state corporate excise taxes which are owed by a commercial enterprise certified as an eligible business facility by the State Job Incentive Bureau.

As the city planning agency, the BRA conducts a financial analysis to determine if the project requires an Industrial Revenue Bond to be economically feasible and if it fits into the CARD plan. Following staff review and approval, a letter of approval is sent to the Boston Industrial Development Finance Agency which issues and approves the Industrial Revenue Bond.

Urban Development Action Grants

An Urban Development Action Grants (UDAG) is a financing mechanism which assist developments requiring public assistance by supplementing the private investment. UDAGs are primarily used for leveraging private investment and job creation. To be eligible for a UDAG, the project must have definitive financial commitment by a private investor and must include housing and community development or economic activity. City of Boston policy stipulates that UDAG funds are made as loans rather than grants. The loan repayments are used for neighborhood economic development projects throughout the city.

The BRA plays a strong role in UDAGs in design and environmental review and the preparation of the UDAG proposal. The City Council gives final approval, prior to the Department of Housing and Urban Development submission.

3. REVIEW FOR THE LEASING AND DISPOSITION OF PUBLIC PROPERTY

The selling or leasing of public property may initiate development review by the BRA. For certain BRA and city-owned parcels; the BRA prepares developer kits which outline design and development guidelines. To formulate guidelines for some parcels, the BRA seeks the assistance of community groups and the Boston Society of Architects. The BRA then makes a request for proposals and reviews the submissions received. A tentative designation is recommended for the most appropriate proposal. The proposal is then subject to the extensive review process described on pages 2-4, similar to that of privately-initiated projects. At its completion, the developer is granted final designation.

MASS. ENVIRONMENTAL POLICY ACT
REVIEW AUTHORITY

The Massachusetts Environmental Policy Act (MEPA) requires the review and evaluation of projects to describe their environmental impact, and establishes a process for determining when Environmental Impact Reports (EIRs) are required. MEPA applies to projects directly undertaken by a state agency (including leases and transfers of property undertaken by an agency) and to privately-initiated projects requiring an agency permit or receiving financial assistance from an agency. Because the BRA is a redevelopment authority created by the Legislature, it falls under the jurisdiction of MEPA. Where the BRA acts only as the planning department for the city, such as in zoning matters and the disposition of city-owned land, MEPA does not apply.

Regulations implementing MEPA were promulgated by the Executive Office of Environmental Affairs (EOEA), which is also responsible for determining whether a project requires an EIR. These regulations establish a process whereby, for non-exempt projects, an Environmental Notification Form (ENF) is required to be filed with EOEA for public and agency review as the preliminary step in determining the need for an EIR. For activities or actions undertaken by an agency, the preparation of the ENF (and of the EIR, if subsequently required) is the responsibility of the agency itself. For private projects seeking state or BRA financial assistance or a permit (e.g., Chapter 121A approval), the project proponent is responsible for preparing the required documents.

In addition to describing the environmental review process, the MEPA regulations also establish categories of projects which automatically require the preparation of an EIR (categorical inclusions) and which are automatically excluded from filing an ENF (categorical exclusions). Specific rules of application are included in the regulations.

With respect to timing, the public/agency review period for ENF's is 20 days following publication in EOEA's Environmental Monitor of a notice of submission and availability of an ENF. Notices are published twice monthly, on approximately the 7th and the 21st of the month. The Secretary of Environmental Affairs then has 10 days in which to issue a certificate stating whether or not an EIR is required.

If an EIR is required, the process involves the preparation and circulation for review of a Draft EIR (the public/agency review period is 30 days following EOEA notice of availability of the EIR, with seven additional days for the Secretary to issue a statement on the adequacy of the Draft), preparation of the Final EIR responding to comments on the Draft, and circulation of the Final (again, a 30-day review period followed by seven days for the Secretary to issue a statement regarding the adequacy of the Final and its compliance with MEPA). Normally, the EIR process from beginning of the preparation of the EIR to final approval takes five to six months and considerably longer for major and complicated projects. The minimum time would be at least four months.

SUBMISSION REQUIREMENTS

Following is a comprehensive list of submission requirements. Developers of large projects, typically those greater than 100,000 square feet in size, would be required to provide much of this information. Smaller proposals would provide only the information appropriate to their context and complexity, as defined by the BRA. Financing mechanisms, such as Chapter 121A, CARD, and UDAG programs, have additional requirements which are defined in other booklets.

In addition to full-size scale drawings, 3 copies of a bound booklet containing all submission materials reduced to size 8½ x 11, except where otherwise specified, are required.

I. Applicant Information

A. Development Team

1. Names

- a. Developer (including description of development or Chapter 121A entity)
- b. Attorney
- c. Project consultants

2. Business address and telephone number for each

3. Designated contact for each

4. Description of current or formerly-owned developments in Boston

B. Legal Information

1. Legal judgements or actions pending concerning the proposed project

2. History of tax arrears on property owned in Boston by development team

3. Property Title Report including current ownership and purchase options of all parcels in the development site

II. Financial Information

A. Full disclosure of names and addresses of all financially involved participants and bank references

B. Nature of agreements for securing parcels not owned by prospective developer

C. Development Costs

1. Cost of land and buildings
2. Estimated hard construction cost, including demolition and site preparation
3. Estimated soft costs, including: professional fees, financing fees, construction loan interest, real estate taxes, and all other costs necessary to carry the project through the construction period
4. Estimated contingency amount

D. Operation

1. Anticipated income from rent or sales, including vacancy allowances
2. Anticipated operating expenses
3. Estimated real estate taxes including expected valuation
4. Anticipated financing structure, including any equity (including plans for syndication), mortgages, and terms of debt service
5. All preceding information for the first six years of operation, or until property is expected to be refinanced or sold
6. Depreciation and all other deductions indicating cash flow and returns for first six years on an after-tax basis

E. Additional financial information pertinent to Chapter 121A, CARD, and UDAG applications

III. Project Area

- A. Description of metes and bounds of project area
- B. For Chapter 121A, CARD, UDAG, statements of fact establishing the need and rationale for such a designation (as required in their procedures)

IV. Relocation Information

- A. Statement by applicant concerning applicability to project of any Federal or State Relocation Regulations, and Citation of Regulations believed applicable

- B. If Chapter 121A, 121B or Chapter 79A is applicable then a statement is required that relocation information and relocation plan will be submitted under separate cover in accordance with Chapter 121A, 121B or Chapter 79A requirements.
- C. For projects not covered by federal or state programs containing relocation regulations, the following information:
 - 1. Number of units in building(s) to be demolished or vacated
 - 2. Number of occupied units, by type, per building
 - 3. Tenure of occupants (owner/tenant/sub-tenant)
 - 4. Name and address of each occupant (owner or prime tenant)
 - 5. Information on size and monthly costs:
 - a. Residential unit - number of rooms, bedrooms, and monthly rent, indicating included utilities
 - b. Non-residential - gross square feet of area, number of floors, including ground floors and monthly rent, indicating included utilities
 - 6. Length of occupancy of current occupant in unit (and building if greater)
 - 7. Estimate of the total number of small businesses
 - 8. Number, if any, of minority households or businesses displaced
 - 9. Net increase or decrease in number of units:
 - a. Total number of housing units proposed
 - b. Reduction in rent controlled units

V. Project Design

- A. Phase I Submission: Project Schematics
 - 1. Written description of program elements and space allocation for each element
 - 2. Neighborhood plan and sections at an appropriate scale (1" = 50' or larger) showing relationships of the proposed project to the neighborhood's:
 - a. massing
 - b. building height
 - c. scaling elements

- d. open space
 - e. major topographic features
 - f. pedestrian and vehicular circulation
 - g. land use
3. Black and white 8"x10" photographs of the site and neighborhood
 4. Sketches and diagrams to clarify design issues and massing options
 5. Eye-level perspective (reproducible line drawings) showing the proposal in the context of the surrounding area
 6. Aerial views of the project
 7. Site sections at 1" = 20' or larger showing relationships to adjacent buildings and spaces
 8. Site plan at an appropriate scale (1" = 20' or larger) showing:
 - a. General relationships of proposed and existing adjacent buildings and open space
 - b. Open spaces defined by buildings on adjacent parcels and across streets
 - c. General location of pedestrian ways, driveways, parking, service areas, streets, and major landscape features
 - d. Pedestrian, handicapped, vehicular and service access and flow through the parcel and to adjacent areas
 - e. Survey information, such as existing elevations, benchmarks, and utilities
 - f. Phasing possibilities
 - g. Construction limits
 9. Massing model at 1" = 100' for use in the Authority's downtown base model.
 10. Drawings at an appropriate scale (e.g., 1" = 8') describing architectural massing, facade design and proposed materials including:
 - a. Building and site improvement plans
 - b. Elevations in the context of the surrounding area
 - c. Sections showing organization of functions and spaces

11. Preliminary building plans showing ground floor and typical upper floor(s)
12. Proposed schedule for submission of design development materials

B. Phase II Submission: Design Development

1. Revised written description of project
2. Revised site sections
3. Revised site plan showing:
 - a. Relationship of the proposed building and open space to existing adjacent buildings, open spaces, streets, and buildings and open spaces across streets
 - b. Proposed site improvements and amenities including paving, landscaping, lighting and street furniture
 - c. Building and site dimensions, including setbacks and other dimensions subject to zoning requirements
 - d. Any site improvements or areas proposed to be developed by some other party (including identification of responsible party)
 - e. Proposed site grading, including typical existing and proposed grades at parcel lines
4. Dimensioned drawings at an appropriate scale (e.g., 1" = 8') developed from approved schematic design drawings which reflect the impact of proposed structural and mechanical systems on the appearance of exterior facades, interior public spaces, and roofscape including:
 - a. Building plans
 - b. Preliminary structural drawings
 - c. Preliminary mechanical drawings
 - d. Sections
 - e. Elevations showing the project in the context of the surrounding area as required by the Authority to illustrate relationships or character, scale and materials
5. Large-scale (e.g., 3/4" = 1'-0") typical exterior wall sections, elevations and details sufficient to describe specific architectural components and methods of their assembly
6. Outline specifications of all materials for site improvements, exterior facades, roofscape, and interior public spaces

7. A study model at an appropriate scale (e.g., 1" = 16', or as determined after review of schematic design) showing refinements of facade design
8. Eye-level perspective drawings showing the project in the context of the surrounding area
9. Samples of all proposed exterior materials
10. Complete photo documentation (35 mm color slides) of above components including major changes from initial submission to project approval

C. Phase III Submission: Contract Documents

1. Final written description of project
2. A site plan showing all site development and landscape details for lighting, paving, planting, street furniture, utilities, grading, drainage, access, service, and parking
3. Complete architectural and engineering drawings and specifications
4. Full-size assemblies (at the project site) of exterior materials and details of construction
5. Eye-level perspective drawings or presentation model that accurately represents the project, and a rendered site plan showing all adjacent existing and proposed structures, streets and site improvements
6. Site and building plan at 1" = 100' for Authority's use in updating its 1" = 100' photogrammetric map sheets

D. Phase IV Submission: Construction Inspection

1. All contract addenda, proposed change orders, and other modifications and revisions of approved contract documents which affect site improvements, exterior facades, roofscape, and interior public spaces shall be submitted to the Authority prior to taking effect.
2. Shop drawings of architectural components which differ from or were not fully described in contract documents

VI. BRA Environmental Impact Assessment

Whether or not a project comes within the purview of the Massachusetts Environmental Policy Act review requirements, the BRA may request all or several of the environmental analyses listed below. The extent of analyses required depends on the size, location, and complexity of the project.

A. Transportation/Traffic

1. Parking

- a. Number of spaces provided indicating public and private allocation
- b. Reduction in parking from previous use of site
- c. Proposal's impact on demand for parking
- d. Parking plan, including layout, access, and size of spaces
- e. Evidence of compliance with City of Boston parking freeze requirements
- f. Description of measures to reduce parking demand

2. Loading

- a. Number of docks
- b. Location and dimension of docks

3. Access

- a. Size and maneuvering space on-site or in public right-of-way
- b. Access, curb cuts, and/or sidewalk changes required

4. Vehicular Traffic

- a. Project vehicular traffic demand and generation (daily and peak-hours) and distribution
- b. Circulation and access impacts on the local and regional street system and local intersections (traffic impact area), including capacity and level-of-service analyses
- c. Modal split and vehicle occupancy analysis

5. Public Transportation

- a. Location and availability of public transportation facilities
- b. Usage and capacity of existing system
- c. Peak-hour demand and capacity analysis
- d. Measures to encourage use of public transportation

6. Pedestrian Circulation
 - a. Demand and capacity analysis on project area sidewalks
 - b. Connections to public transportation station stops
 - c. Effect on pedestrian flows of project parking and servicing entrances and exits
- B. Wind (Information is required during the schematic design stage for build and no-build conditions.)
 1. Wind tunnel testing will be required for:
 - a. Any building higher than 150 feet
 - b. Any building 100 feet high and two times higher than the adjacent buildings
 - c. Other buildings which fall below these thresholds, but because of their context and particular circumstances would require wind tunnel testing
 2. Wind tunnel testing is to be conducted in two stages - Stage I Erosion Study and Stage II Hot Wire Testing. An erosion study (or equivalent methodology) must be conducted to determine potential problem areas and to identify appropriate placement of sensors for hot wire testing.
 3. Wind tunnel testing should be conducted according to the following criteria:
 - a. Results of wind tunnel testing should be consistently presented in miles per hour (mph).
 - b. Velocities should be measured at a scale equivalent to 4.5 to 5.0 feet above ground level.
 - c. The instrument should have a frequency response that is flat to 100 hertz and filters out any higher frequency (hot wire testing).
 - d. The expected one and two percent occurrence of hourly average, effective gust, and peak gust velocities should be reported (hot wire testing).
 - e. Erosion study data shall be presented in tabular form and graphically through photographs showing changes between build and no-build conditions.
 1. Wind directions from the sixteen compass points shall be used noting the percent or probability of occurrence of each direction on an annual basis.

2. Wind velocities for each direction shall include the intervals: 0-15 mph and every 5 mph interval from 15 to 40 mph inclusive.
- f. Hot wire data shall be presented both in tabular form and graphically on a map to indicate velocity changes between build and no-build conditions.
1. The effective gust velocity can be computed by the formula: average hourly velocity plus $1.5 \times \text{root mean square (rms) variations about the average}$.
- C. Shadow (Information should be provided during the schematic design stage.)
1. Shadow analysis plans should be submitted at a scale of $1' = 40'$ and $1'' = 100'$.
 2. Shadow impact analysis must include net new shadows as well as existing shadows.
 3. Initial shadow analyses must include shadow impacts for build and no-build conditions for the hours 9:00 a.m., 12:00 noon, and 3:00 p.m. conducted for four periods of the year at the vernal equinox, autumnal equinox, winter solstice, and summer solstice.
 4. Shadow analyses also are to be conducted at 10:00 a.m., 11:00 a.m., 12:00 noon, 1:00 p.m., and 2:00 p.m. on October 21 and November 21, and must show the incremental effects of the proposed massing on proposed or existing public spaces including major pedestrian areas.
 5. Additional shadow analyses may be required depending on the particular physical characteristics of the site including its solar orientation relative to public open spaces, pedestrian patterns and street patterns, and existing shadows in the area.
- D. Daylight (Information should be provided during the schematic design stage.)
1. Daylight analysis for build and no-build should be conducted by measuring the percentage of skydome that is obstructed by a building.
 - a. Specific technique and graphic methodologies required for determining percent of obstructed skydome will be provided by the BRA.
- E. Excavation and Landfill
1. Written description including amount and method of excavation, dredging and filling proposed, and the existence of blasting and pile driving

2. Analysis of sub-soil conditions, potential for ground movement and settlement during excavation, and impact on adjacent buildings and utility lines

F. Groundwater

1. List of measures used to ensure the groundwater levels will not be lowered during or after construction, if applicable
2. Engineering analysis of the impact of development on groundwater, surrounding structures, wooden piles and foundations

G. Solid and Hazardous Wastes/Materials

1. A list of any known or potential contaminants on site together with evidence of the recording with the Registry of Deeds of the disposal of hazardous wastes on the site, pursuant to the M.G.L., Chapter 21C, if applicable
2. Possible hazardous wastes generated
3. Existence of buried gas tanks on site
4. Estimate of potential trash generation and plans for disposal

H. Noise

1. Where appropriate, noise analyses to determine compliance with City of Boston regulations and applicable state and federal guidelines

I. Flood Hazard Zone/Wetlands

1. Where appropriate, determination of whether or not proposal falls within a Federal Flood Hazard Zone or requires a Wetlands Permit
2. If applicable, description of measures to minimize potential flood damage and to comply with city and federal flood hazard regulations and any Order of Conditions issued by the Boston Conservation Commission

J. Construction Impacts

1. Description of construction staging areas
2. Availability of construction worker parking
3. Potential dust generation and mitigation measures to control dust emissions
4. Permits from Air Pollution Control Commission for sand blasting, if appropriate

5. Potential noise impact and measures to minimize noise levels
6. Truck traffic and access routes
7. Pedestrian safety

K. Historical Landmarks

1. Description of the project site location in proximity to a National or Massachusetts Register site or district or Landmark designated by the Boston Landmarks Commission
2. Possible effects to the National or Massachusetts Register site or district or a Landmark designated by the Boston Landmarks Commission

L. Air Quality

1. Impact on local air quality from additional traffic generated by the project, including identification of any location projected to exceed national or Massachusetts air quality standards
2. Estimation of emissions from any parking garage constructed as part of the project
3. Description and location of building/garage air intake and exhaust systems and evaluation of impact on pedestrians

M. Utility Systems

1. Estimated water consumption and sewage generation from the project
2. Description of the capacity and adequacy of water and sewer systems and an evaluation of the impacts of the project on these systems
3. Identification of measures to conserve resources, including any provisions for recycling

N. Energy

1. Description of energy requirements of the project and evaluation of project impacts on resources and supply
2. Description of measures to conserve energy usage and consideration of feasibility of including solar energy provisions

O. Water Quality

1. Description of impacts of the project on the water quality of Boston Harbor or other water bodies that could be affected by the project, if applicable

2. Description of mitigation measures to reduce or eliminate impacts on water quality

P. Solar Glare

1. Analysis of solar glare impact and solar heat gain analysis, if applicable

VII. Public Benefits

A. Employment plan including:

1. Estimated number of construction jobs
2. Estimated number of permanent jobs
3. Future tenant profile
4. Resident, minority and women hiring plan

B. Tax revenues, including existing annual taxes on property, estimated future annual taxes, and change in tax revenue

C. Chapter 121A payment

D. Purchase price for publicly-owned property

E. Development Impact Project Exaction

1. Housing Creation Exaction or Housing Payment Exaction

F. Child Care Plan

G. Other benefits

VIII. Regulatory Controls and Permits

A. Existing zoning requirements, calculations, and any anticipated zoning requests

B. Anticipated permits required from other local, state, and federal entities with a proposed application schedule

C. Employment contract compliance

D. For structures in National or Massachusetts Register Districts or sites individually listed on the National or Massachusetts Register of Historic Places, duplicates of parts I and II of the certification documents and applicable correspondence and permits

E. For projects requiring compliance with the Massachusetts Environmental Policy Act (MEPA), copies of the Environmental Notification Form, Certificate of the Secretary of Environmental Affairs, and Environmental Impact Report, if required

F. Other applicable environmental documentation

IX. Community Groups

- A. Names and addresses of project area owners, displacees, abutters, and also any community groups which, in the opinion of the applicant, may be substantially interested in or affected by the proposed project
- B. A list of meetings proposed and held with interested parties

FEES

The following is a list of fees for development projects. Most fees are not refundable except fees for reviewing developers' proposals for public parcels, which are partially refundable to unsuccessful applicants.

Bid Documents

o Site Preparation Contracts	\$ 100
o Property Management Contracts	\$ 100
o Operation of Parking Lots	\$ 100
o Rehabilitation Documents	\$ 100
o Demolition Contracts*	\$ 100

Chapter 121A Fees

o Application	\$ 5,000
o Amendments of application requiring a hearing and report	\$ 3,500
o Amendments of any kind not requiring a hearing	\$ 2,500

<u>CARD Project Review Fees</u>	\$ 2,500
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<u>Developer Kits</u>	\$ 0-100 (varies depending on size of site and proposed development)
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<u>Developer Proposal Fees</u>	\$ 0-7,500 (varies depending on site)
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Zoning Commission Fees

o Annual subscription to Zoning Code Amendments	\$ 10
o Annual subscription to Zoning Code Amended Pages	\$ 10
o Zoning Code Text or Map Amendment Application	\$ 225 (Advertising costs will also be paid by proponent and will vary according to length of ad)

Note: Fees for zoning and building code variances and appeals are paid directly to the Board of Appeal.

*Refundable